

NO. X06 CV15 6050025 S	:	SUPERIOR COURT
	:	
DONNA L. SOTO, ADMINISTRATRIX OF THE ESTATE OF VICTORIA L. SOTO, ET AL	:	COMPLEX LITIGATION DOCKET
	:	
V.	:	AT WATERBURY
	:	
BUSHMASTER FIREARMS INTERNATIONAL, LLC, ET AL	:	JULY 21, 2021

**MOTION FOR COMMISSION TO TAKE OUT-OF-STATE DEPOSITIONS OF
REMINGTON’S MARKETING AGENCY, BROTHERS & CO (“BROCO”)**

Pursuant to Connecticut General Statutes §§ 52-148a(a), 52-148c(b) and Practice Book §§ 13-26, 13-28, the plaintiffs hereby move the Court to grant this motion to commission Attorney Christopher Brinkley of Tulsa, OK, to issue subpoenas duces tecum commanding the records keeper of Brothers & Company¹, aka “BroCo,” and three key BroCo employees involved in the marketing of Remington assault rifles between 2008 and 2018—Eric Barnes, James Lawson, and Eric West—to produce documents and to appear for depositions to be taken by the plaintiffs’ counsel before a certified court reporter or other person authorized under the laws of the State of Oklahoma to administer an oath.

¹ While Brothers & Co. continues to be registered with the Oklahoma Secretary of State as a domestic for profit business corporation, *see* Ex. E, Okla. Sec. State, Search Corporation Entities, [https://www.sos.ok.gov/\(S\(rxow5nrnwbjxrg45rwhhhg45\)\)/corp/corpInquiryFind.aspx](https://www.sos.ok.gov/(S(rxow5nrnwbjxrg45rwhhhg45))/corp/corpInquiryFind.aspx) (enter in search bar, “Brothers & Co.”), it recently rebranded and is now operating as Idea Ranch, a domestic limited liability corporation that is registered with the Oklahoma Secretary of State, *see* Ex. F, *id.* (enter in search bar, “Idea Ranch”); *see also* Brothers & Company (@Brothers&Company), LinkedIn, <https://www.linkedin.com/company/brothers-&-company/> (last visited June 17, 2021) (“After 46 years as Brothers & Company, we are now officially Idea Ranch.”). Because Remington’s production refers to this corporation exclusively as “Brothers & Co.” and “BroCo,” for clarity, the plaintiffs will refer to this entity by its former names.

Said depositions shall take place as provided in the attached proposed Subpoenas Duces Tecum, Exhibits A-D, with dates to be set based on the timing of this motion and when service of such subpoenas can be made.

I. Legal Standard

The Practice Book provides that discovery “shall be permitted” whenever it is “material to the subject matter involved in the pending action,” “would be of assistance in the prosecution or defense of the action,” or is “reasonably calculated to lead to the discovery of admissible evidence.” P.B. § 13-2. This provision “liberally permits discovery of information material to the subject matter involved in the pending action.” *Lougee v. Grinnell*, 216 Conn. 483, 489 (1990), *overruled in part on other grounds by State v. Salmon*, 250 Conn. 147, 154-55 (1999) (internal quotation marks omitted). Under this standard, a plaintiff is entitled to “take the testimony of any person . . . by deposition upon oral examination,” P.B. § 13-26, so long as the testimony is material to the action or would assist in its prosecution, P.B. § 13-2.

This legal standard is applicable to witnesses that reside outside of Connecticut: Both P.B. § 13-28 and General Statutes § 52–148c create a mechanism² by which a party can apply to the Connecticut court for a commission to take the deposition of an out-of-state witness. *See* P.B. § 13-28(a) (“In any other state . . . depositions for use in a civil action . . . within this state shall be taken before . . . a person commissioned by the court before which such action or proceeding is pending”); Conn. Gen. Stat. § 52–148c (same). The subpoena that is issued for the taking of the deposition may also command the deponent to “produce and permit inspection and copying of designated books, papers, documents or tangible things which

² Connecticut is not among the 41 signatories of the Uniform Interstate Depositions and Discovery Act (UIDDA). 16:16, Foreign Discovery, Trawick, Fla. Prac. & Proc. § 16:16 (2019-2020 ed.).

constitute or contain matters within the scope of the examination[.]” P.B. § 13-28(c); *see also* Conn. Gen. Stat. § 52-148e (same).

“Once the commission is granted by the court in this state, a subpoena can be obtained in the proposed deponent's state to force the deponent to attend a deposition in his state.”

Struckman v. Burns, 205 Conn. 542, 552 (1987); *see also* *Milliun v. New Milford Hosp.*, 310 Conn 711, 719 n.7 (2013) (same); *Rhode v. Milla*, 287 Conn. 731, 743 (2008) (same); *Noll v. Hartford Roman Catholic Diocesan Corp.*, 2008 WL 4635591, at *2 (Conn. Super. Sept. 26, 2008) (Shapiro, J.) (same); *Cassinelli Bros. Const. Co. v. Gray*, 1996 WL 278330, at *1 (Conn. Super. May 9, 1996) (Hickey, J.) (same).

II. BroCo’s Involvement in Remington’s Assault Rifle Marketing Begins With a Wall Street Private Equity Firm That Disrupted the Firearms Industry.

To understand BroCo’s role in marketing Remington assault weapons, one must first understand how Cerberus Capital Management (“Cerberus”) disrupted the firearms industry.³

Cerberus, a Wall Street private-equity firm,⁴ owned Remington Arms Company, LLC (“Remington”) from May 2007⁵ until Remington’s 2020 bankruptcy. As described below, between 2006 and 2012, Cerberus systematically consolidated ownership of some of the biggest players in the firearms industry into what would become Remington Outdoor Company, Inc. (“Remington Outdoor”). With sparse discovery having been disclosed, the plaintiffs still lack critical details about how corporate leadership, marketing and design, and compliance functions

³ *See* Josh Harkinson, *Fully Loaded: Inside the Shadowy World of America’s Biggest Gunmakers*, Mother Jones (June 13, 2016), <https://www.motherjones.com/politics/2016/06/fully-loaded-ten-biggest-gun-manufacturers-america/> (“While the three largest [firearms industry manufactures] disclose some financials, the rest are privately held.”).

⁴ Cerberus currently manages around \$53 billion in assets. Cerberus Capital Management Homepage, <https://www.cerberus.com/> (last visited June 24, 2021).

⁵ *See* Ex. G, Freedom Group, Inc. Amend. No. 4 (Form S-1) at F-22 (May 17, 2010).

evolved during this period. But what is apparent from the limited discovery the plaintiffs have received as well as open-source research, is that Cerberus' acquisition of these firearms brands drove a profound shift in how these subsidiary companies marketed their products.

A. Cerberus Systematically Acquired Remington, Bushmaster, and Other Firearms Brands.

Prior to 2006, the gun industry was composed of mostly privately-owned companies that specialized in small niches of firearms⁶:

- New Haven-based Marlin Firearms ("Marlin") specialized in the production lever-action rifles;⁷
- Remington Arms, founded in 1816 as the family-owned "Remington and Sons" in Ilion, New York, specialized in the production of shotguns and rifles;⁸
- Bushmaster, established in 1973 in Wyndham, Maine, "introduce[d] [assault rifles] to the consumer market;⁹ and
- Defense Procurement Manufacturing Services ("DPMS") Panther Arms, founded in Minnesota in 1985, specialized in the production of "affordable accessories and components for assault rifles."¹⁰

This changed in 2006, when Cerberus began procuring firearm companies through its subsidiary, Freedom Group International ("FGI," formerly "American Heritage Arms"). It started with two large acquisitions: (1) the purchase of Bushmaster in April 2006,¹¹ and (2) the

⁶ See supra n. 3.

⁷ Rhian Hunt, *Ruger Completes Marlin Firearms Acquisition*, Nasdaq (Nov. 24, 2020), <https://www.nasdaq.com/articles/ruger-completes-marlin-firearms-acquisition-2020-11-25>.

⁸ Ex. H, RACI Holdings, Annual Report (Form 10-K), at 3 (Mar. 8, 2002).

⁹ Frank Smyth, *The Gun at the Heart of the Assault Weapons Debate*, MSNBC (Jan. 30, 2013, 10:34 AM), <https://www.msnbc.com/msnbc/the-gun-the-heart-the-assault-weapons-d-msna18335>.

¹⁰ See AMMO, Inc., Ex.-99.1 to Current Report (Form 8-K) (Nov. 17, 2017), <https://www.sec.gov/Archives/edgar/data/1015383/000107997317000688/ex99x1.htm> ("Previously, Mr. Luth founded DPMS Panther Arms in 1986 and led the company to become one of the leading manufacturers of AR-15/AR-10 firearms and firearm components in the world.").

¹¹ See Ex. G, Freedom Grp., Inc., Amend. No. 4 to Registration Statement (Form S-1/A), at 3 (May 17, 2010), <https://www.sec.gov/Archives/edgar/data/0001471597/000104746910005410/a2195644zs-1a.htm> (detailing purchase of Bushmaster Firearms International, LLC ("BFI")).

purchase of Remington Firearms in May 2007¹². Within eight months, FGI additionally absorbed DPMS,¹³ Marlin,¹⁴ and Marlin’s subsidiary, H&R 1871 LLC (“H&R”), into its family of brands.¹⁵ Cerberus, through FGI, continued acquiring firearms brands, using capital from the surge in gun sales that accompanied the election of President Barack Obama.¹⁶ In 2009 alone, FGI added Dakota Arms, S&K Industries, Advanced Armament Corp, and Barnes Bullets to its portfolio.¹⁷ By 2010, FGI’s “Family of Companies” was the largest firearms manufacturer in the United States, and the largest dealer of assault rifles to civilians selling 1.2 million “long guns” during the twelve-month period ending on March 31, 2010, alone.¹⁸

In 2010, FGI and its subsidiary companies were reorganized: FGI created FGI Holding Company—a wholly-owned subsidiary of FGI—to house Remington Arms Brands;¹⁹ as of July 2011, Bushmaster, DPMS, Marlin, and H&R were merged into Remington (*see* Ex. J, REM 03201); and in October of 2012, FGI was renamed Remington Outdoor²⁰.

B. Cerberus’ Transformed Bushmaster’s Marketing Strategy to Drive the Market for Assault Rifles.

¹² *See id.* (detailing purchase of Remington Firearms International, LLC in May 2007).

¹³ *See id.*

¹⁴ *See id.*

¹⁵ *Id.*; *see also* Remington Arms Co., Inc., Current Report (Form 8-K), at 2 (Jan. 28, 2008), https://www.sec.gov/Archives/edgar/data/916504/000116923208000340/d73422_8-k.htm.

¹⁶ *See, e.g.,* Kirk Johnson, *On Concerns Over Gun Control, Gun Sales Are Up*, N.Y. TIMES (Nov. 6, 2008), <https://www.nytimes.com/2008/11/07/us/07guns.html>; Gregor Aisch & Josh Keller, *What Happens After Calls for New Gun Restrictions? Sales Go Up*, N.Y. TIMES (June 13, 2016), <https://www.nytimes.com/interactive/2015/12/10/us/gun-sales-terrorism-obama-restrictions.html>; *see also* Ex. I, Freedom Group, Inc., Registration Statement (Form S-1) at 21 (Oct. 20, 2009) (“Demand for firearms and ammunition has increased significantly since late 2008, which we believe has been due in part to increased consumer uncertainty relating to new and potentially more restrictive legislation.”).

¹⁷ Ex. G, Freedom Grp., Inc., Amend. No. 4 to Registration Statement (Form S-1/A) at 10, 96–97 (May 17, 2010).

¹⁸ *Id.* at 1–2.

¹⁹ Ex. J, *Id.* at 10–11; REM 03201.

²⁰ Ex. L, Remington Outdoor Co., Inc., Annual Report (Form 10-K) at 2 (2015).

With Cerberus' acquisition came a fundamental shift in Bushmaster's marketing approach. The marketing practices of the firearms industry had previously reflected the small, niche positioning of its manufacturers: Marketing was conducted entirely in-house, often by just one individual. *See* Ex. K, Eliason Dep. at 32:22–33:12 (testifying that prior to the Cerberus acquisition, the “marketing” or “advertising department” of Bushmaster consisted of a single individual, responsible for both advertisements and catalogs, with no employees working under him); *see also id.* at 89:7–10 (attesting that the marketing department of “old Bushmaster” as “just one person that would handle getting catalogs printed and all that type of stuff that we had at the time”).

In 2007, after Cerberus' acquisition, Bushmaster's marketing department was “reconfigure[ed],” and moved to North Carolina to be consolidated with Remington's marketing department. *Id.* at 35:25–36:2. Under Remington's marketing department, sophisticated marketing and branding campaigns replaced the “basic” and “old-fashioned” marketing practices of “Old Bushmaster.” *Id.* at 103:2–16. High-budget marketing research and consumer segmentation analysis drove internet-based and social media marketing, *see id.* at 169:5–10, replacing Bushmaster's prior reliance on the use of amateur photos in “flyers” to sell its products, *id.* at 89:11.

C. Brothers & Company Was Instrumental to the Marketing of Remington's Assault Rifles.

In this new era, Brothers & Company (“BroCo”) —a marketing agency based in Tulsa, Oklahoma—played an instrumental role in the marketing of Remington's assault rifles. *See* Rem. Obj & Responses Pls'. First Interrog. No. 3. (DN 239) (“Brothers & Company also provided marketing services for BFI during the stated time period.”). Remington contracted BroCo as

early as 2007 to “reposition” assault rifles “as a legitimate tool” after Americans had developed “many negative associations” with assault rifles. Ex. M, REM-0017066; Ex. N, REM-0017061.

[REDACTED]

[REDACTED]

[REDACTED]

[REDACTED]

[REDACTED]

[REDACTED]

[REDACTED]

[REDACTED]

[REDACTED]

[REDACTED]

[REDACTED]

[REDACTED]

[REDACTED]

BroCo also managed Remington’s consumer-directed marketing of its AR-15s. It was responsible for redirecting funds previously used to market firearms for home defense and recreational hunting with ads emphasizing the assaultive prowess of these weapons. For example, it was BroCo that recommended scrapping home defense ads in Game & Fish and Shooting Times in 2010 for the Man Card ad campaign, which was featured in both civilian- and military-targeted publications and pushed the slogans, “If it’s good enough for the military, it’s good enough for you,” Ex. Q, REM 00750, and “You are a Man. Irrevocably. We bow before your imminence,” Ex. R, REM 00749. BroCo also was heavily involved in industry-directed marketing of Remington’s AR-15s, including implementing product launches, such as the

Bushmaster ACR, at the NSSF-sponsored Shot Show, the largest firearms trade show in the United States.

BroCo was also responsible for selecting what media to use to market Remington's advertisements. [REDACTED]

[REDACTED]

[REDACTED]

[REDACTED] For example, BroCo developed product-specific websites for assault rifles on Bushmaster.com and initiated an E-Newsletter marketing campaign for a particular Bushmaster assault rifle. Ex. U, REM-0011867 at REM-0011871-72.

BroCo also was responsible for exploring the use of customizable online advertising to consumers. In 2009, it reviewed a proposal to create customizable ads, and considered the use of detailed digital analytics in video games to assess the effectiveness of each campaign and its impact on the behavior of the user. Ex. V, REM-0009827.

III. A Deposition of the BroCo Keeper of Records Is Material, Would Assist in the Prosecution of the Action, And is Reasonably Calculated to Lead to the Discovery of Admissible Evidence.

A Records Keeper Deposition is necessary for authentication and production of documents, identified in Exhibit A, concerning Remington's account with BroCo between January 1, 2006 and December 31, 2012.

IV. The Deposition of Eric Barnes Is Material, Would Assist in the Prosecution of the Action, And Is Reasonably Calculated to Lead to the Discovery of Admissible Evidence Concerning the Marketing of Remington's Assault Rifles.

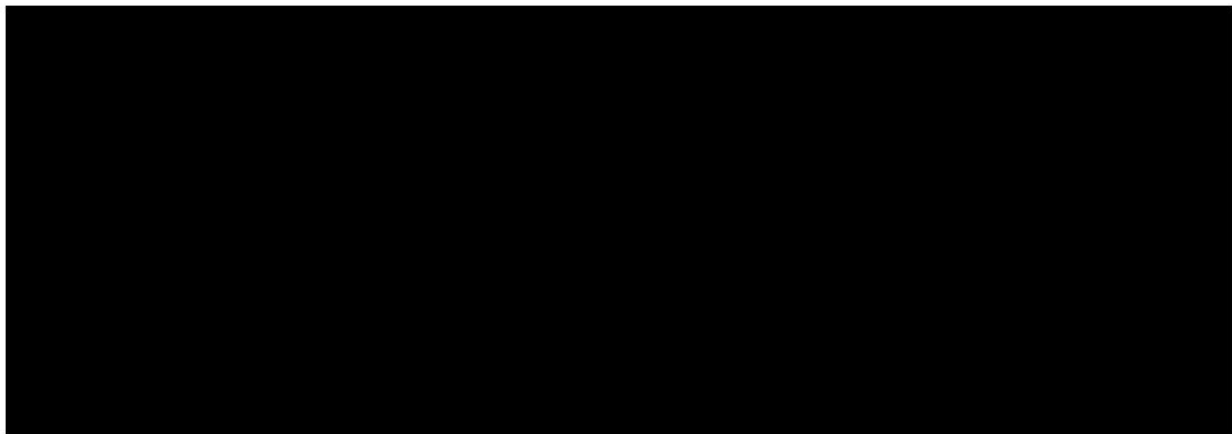
The plaintiffs seek to depose Mr. Eric Barnes, the current Chief Operating Officer (COO) and former Vice President and Senior Vice President of BroCo. Between 2007 and 2011, Eric

Barnes was a primary BroCo contact for Remington who managed both military and civilian marketing campaigns for Remington's assault rifles. *See, e.g.*, Ex. W, REM-0019560–64 (documenting Mr. Barnes' involvement with finalizing military brochure for FGI); Ex. X, REM-0017268 (documenting Mr. Barnes' involvement with the Maxim Magazine Man Card Campaign); Ex. Y, REM-0019765 (same).

It is believed that Mr. Barnes played an instrumental role in many aspects of BroCo's marketing of Remington's assault rifles, as evidenced by Mr. Barnes' responsibility for the launch of one of Remington's AR-15s at the 2010 Shot Show, Ex. Z, REM-0011534, at REM-0011535, Mr. Barnes' involvement with finalizing the marketing campaigns of Freedom Group and its associated brands for the 2010 year at Freedom Group's 2010 Creative Review, Ex. AA, REM-0011348, and his involvement creating, developing, and implementing Remington's marketing strategy for "youth," Ex. BB, REM-0011326.

V. The Deposition of Eric West Is Material, Would Assist in the Prosecution of the Action, And Is Reasonably Calculated to Lead to the Discovery of Admissible Evidence Concerning the Marketing of Remington's Assault Rifles.

The plaintiffs seek to depose Mr. Eric West, a former BroCo employee who served as an account executive for Remington between 2001 and 2010, and a primary contact for Remington between 2007 and 2011.



In 2009, Mr. West coordinated numerous marketing campaigns for different models of Remington's assault rifles. For example, in January 2009, Mr. West was directly involved with preparing a Bushmaster product video for the 2009 Shot Show booth. Ex. EE, REM-0019441. Also in 2009, Mr. West prepared ads, media plans, and creative briefs for the ACR, a specific model of Remington's assault rifle line. Ex. FF, REM-0089877; Ex. GG, REM-0019695; Ex. HH, REM-0017336.

[REDACTED]

[REDACTED] Mr. West additionally contributed to the creation and implementation of the "Reissue Your Man Card" campaign, including placement of the "Man Card" ad in Maxim Magazine. Ex. KK, REM-0012463. Mr. West also was also involved in devising, coordinating, and negotiating marketing opportunities for Remington in video games, such as "The Hunter." Ex. V, REM-0009827.

In addition to marketing specific models of Remington's assault rifles, between 2009 and 2010, Mr. West was involved with coordinating market research for Remington, including the collection of data from consumers who attended a 2009 NRA show. Ex. LL, REM-0019647.

VI. The Deposition of James Lawson Is Material, Would Assist in the Prosecution of the Action, And Is Reasonably Calculated to Lead to the Discovery of Admissible Evidence Concerning the Marketing of Remington's Assault Rifles.

The plaintiffs seek the deposition testimony of a current Vice President of BroCo, James Lawson. Remington specifically identified Mr. Lawson as one of the "[m]ultiple persons at Brothers & Company [who] had responsibility for the services provided." Rem. Obj & Responses Pls'. First Interrog. No. 3.

Beginning in April 2011, Mr. Lawson served as “Senior Account Executive representing the Freedom Group Family of Brands (Remington Arms, Marlin, Bushmaster, DPMS, Harrington & Richardson, Dakota Arms).” James Lawson (@jameslawson), LinkedIn, <https://www.linkedin.com/in/jameslawson/> (last visited June 17, 2021).

[REDACTED]

[REDACTED]

[REDACTED]

[REDACTED]

[REDACTED]

[REDACTED]

[REDACTED]

WHEREFORE, the plaintiffs respectfully request that its motion be granted and the Court issue the Commission attached hereto.

THE PLAINTIFFS,

By: */s/ Joshua D. Koskoff*

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Jeffrey W. Wisner
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Their Attorneys

EXHIBIT A

NO. X06 CV15 6050025 S	:	SUPERIOR COURT
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DONNA L. SOTO, ADMINISTRATRIX	:	
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INTERNATIONAL, LLC, ET AL	:	JULY 20, 2021

SUBPOENA DUCES TECUM

Records Keeper and/or Person Most Knowledgeable of the Marketing Campaign(s) or Advertisement(s) of Remington Assault Rifles by Brothers & Company Between January 1, 2006 and December 31, 2012.

You are commanded to appear on **a date and time to be determined** at the offices of **Carr & Carr Attorneys, 4416 S Harvard Ave, Tulsa, OK 74135**, to testify at a deposition upon oral examination as a witness in the above-entitled action.

The deposition will take place before an officer authorized to administer oaths and will continue from day to day until completed. At the time of service, you will be tendered the fee for one day's attendance and the mileage allowed by law, as required under 28 Okla. Stat. Ann. § 81(3).

You are also commanded to bring with you the following described Documents, generated between January 1, 2006 and December 31, 2016:

- All organization charts and other Documents sufficient to identify the officers and employees of Brothers & Company and the positions that each holds.
- All contracts and drafts of contracts between you and employees or representatives of Remington and/or their affiliates concerning or involving any Marketing Campaign for Remington Assault Rifles or any Advertisement for Remington Assault Rifles.
- All Writings generated by you during any Marketing Campaign for Remington Assault Rifles or any Advertisement for Remington Assault Rifles.
- All Writings generated during the "Consider Your Man Card Reissued" campaign.
- All Writings between employees, agents, or affiliates of Brothers & Co concerning any Marketing Campaign for Remington Assault Rifles or any Advertisement for Remington Assault Rifles.
- All Writings between You and employees, agents, or affiliates of Remington concerning any Marketing Campaign for Remington Assault Rifles or any Advertisement for Remington Assault Rifles.
- All Writings between You and employees, agents, or affiliates of the National Rifle Association (NRA) concerning any Marketing Campaign for Remington Assault Rifles or any Advertisement for Remington Assault Rifles.

- All Writings between You and employees, agents, or affiliates of the National Shooting Sports Foundation (NSSF) concerning any Marketing Campaign for Remington Assault Rifles or any Advertisement for Remington Assault Rifles.
- All Writings between You and employees, agents, or affiliates of retailers or potential retailers of Remington Assault Rifles.
- All Writings between You and attorneys, government officers (state or federal), and/or compliance officers regarding the legality or ethical marketing of Remington Assault Rifles.
- All Writings between You and websites, web developers, web hosts, forums, and/or blogs concerning any Marketing Campaign for Remington Assault Rifles or any Advertisement for Remington Assault Rifles.
- All web analytics or metrics collected by or provided to You related to any Marketing Campaign for Remington Assault Rifles or any Advertisement for Remington Assault Rifles.

A. Instructions

1. In responding to this Subpoena Duces Tecum, you are required to furnish all Documents that are available to you, or that you may obtain by reasonable inquiry, including Documents in the possession of your attorneys, accountants, advisors or other persons directly or indirectly employed by, or connected with, you or your attorneys, or anyone else otherwise subject to your control.
2. If you object to the production of any of the Documents described above, then, in order to assist the court in ruling on your objection, with respect to each Document that you do not produce:
 - a. State the date and nature of the Document;
 - b. State the name of the person who wrote the Document and, if it is a letter, the person to whom it was addressed;
 - c. Describe the subject matter of the Document;
 - d. State the grounds of your objection; and
 - e. State the name, business and residence address, and telephone number of each person who has possession, custody, or control of the Document.

B. Definitions

1. "You" or "your" refers to Brothers & Company and any of its employees, agents, or affiliates.
2. "Remington" refers to any firearms corporation, intermediary, subsidiary, manufacturer, distributor or brand owned in whole or in part at any time by Cerberus Capital Management, including but not limited to Cerberus Capital Management, Freedom Group International, Freedom Group, FGI, FGI Holdings, FGI Holding Company, Remington, Remington Arms Brands, Remington Outdoor, and Bushmaster.
3. "Person" refers to any entity, including but not limited to any natural person, partnership, corporation, company, trust, estate, joint venture, or association of persons.
4. "Writing" or "Document" refers to any form of data compilation whether produced, reproduced, or stored on paper, cards, tapes, disks, hard drives, belts, charts, films, computer storage devices, or any other medium. "Writing" or "Document" shall include but not be limited to any letter, note, memorandum, article, book, published material,

computer file, report, study, statement, speech, notebook, application, calendar, working paper, manual, brochure, analysis, telegram, transcript, summary, diary, agreement, contract, diary, log, appointment book, spreadsheet, graph, drawing, chart, financial statement, bank statement, bank check, deposit slip, receipt, invoice, bookkeeping entry, photograph, photostat, microfilm, x-ray film, sound recording, motion picture, video tape, e-mail or any other type of mechanical, electronic, or magnetic impulse recording, and shall also include, but not be limited to, any draft or copy (with or without notes of changes thereon) of a writing or document.

5. "Assault Rifles" means (1) "assault rifle" as defined in CT Gen Stat §§ 53-202a(1)(B), (E), and (F) (2013), and/or (2) any firearm otherwise depicted or designated as an AR-15 type or AR-15 style, or M16 or M4 type or style rifle, or ACR (Adaptive Combat Rifle) type.
6. "Advertisement" means any attempt, other than by use of a price tag, to directly or indirectly induce the purchase or rental of merchandise at retail, appearing in any newspaper, magazine, periodical, catalog, circular, in-store or out-of-store sign or other written matter placed before the consuming public, or in any product placement, promotion, radio broadcast, television broadcast, electronic medium or delivered to or through any computer, including websites, Social Media, and video games.
7. "Marketing Campaign" refers to an effort to develop, maintain or expand the market of users and purchasers of Your products and includes, but is not limited to, the conception and formulation of the effort, the research conducted in furtherance of the effort, the investment in the effort, the means by which the effort was carried out, and the tracking of its effect and results.
8. "Social Media" means any social media platform or message board, including but not limited to, Facebook, Instagram, YouTube, Reddit, Tumblr, 4chan, Twitter, thefirearmblog.com, and AR-15.com.

Dated: _____

By:

**PLEASE CONTACT ATTORNEY ALINOR C. STERLING AT 203-336-4421 UPON
RECEIPT OF THIS SUBPOENA TO CONFIRM THE DATE OF YOUR DEPOSITION**

HEREOF FAIL NOT, UNDER PENALTY OF THE LAW

To any proper officer or indifferent person to serve and return.

Dated at Bridgeport, Connecticut on the 20th day of July, 2021.



Alinor C. Sterling
Commissioner of the Superior Court
KOSKOFF, KOSKOFF & BIEDER P.C.
350 Fairfield Avenue, Bridgeport, CT 06604
Tele: 203-336-4421

EXHIBIT B

NO. X06 CV15 6050025 S	:	SUPERIOR COURT
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	:	
BUSHMASTER FIREARMS	:	
INTERNATIONAL, LLC, ET AL	:	JULY 20, 2021

SUBPOENA DUCES TECUM

**Eric Barnes
Idea Ranch (aka Brothers & Co., "BroCo,")
4860 S. Lewis Ave
Tulsa, OK 74105**

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- All web analytics or metrics collected by or provided to You related to any Marketing Campaign for Remington Assault Rifles or any Advertisement for Remington Assault Rifles.

A. Instructions

1. In responding to this Subpoena Duces Tecum, you are required to furnish all documents that are available to you, or that you may obtain by reasonable inquiry, including documents in the possession of your attorneys, accountants, advisors or other persons directly or indirectly employed by, or connected with, you or your attorneys, or anyone else otherwise subject to your control.
2. If you object to the production of any of the documents described above, then, in order to assist the court in ruling on your objection, with respect to each document that you do not produce:
 - a. State the date and nature of the document;
 - b. State the name of the person who wrote the document and, if it is a letter, the person to whom it was addressed;
 - c. Describe the subject matter of the document;
 - d. State the grounds of your objection; and
 - e. State the name, business and residence address, and telephone number of each person who has possession, custody, or control of the document.

B. Definitions

1. "You" or "your" refers to **Eric Barnes** and any of his/her/its agents, employees, or representatives.
2. "Remington" refers to any firearms corporation, intermediary, subsidiary, manufacturer, distributor or brand owned in whole or in part at any time by Cerberus Capital Management, including but not limited to Cerberus Capital Management, Freedom Group International, Freedom Group, FGI, FGI Holdings, FGI Holding Company, Remington, Remington Arms Brands, Remington Outdoor, and Bushmaster.
3. "Person" refers to any entity, including but not limited to any natural person, partnership, corporation, company, trust, estate, joint venture, or association of persons.
4. "Writing" or "Document" refers to any form of data compilation whether produced, reproduced, or stored on paper, cards, tapes, disks, hard drives, belts, charts, films, computer storage devices, or any other medium. "Writing" or "Document" shall include but not be limited to any letter, note, memorandum, article, book, published material, computer file, report, study, statement, speech, notebook, application, calendar, working paper, manual, brochure, analysis, telegram, transcript, summary, diary, agreement, contract, diary, log, appointment book, spreadsheet, graph, drawing, chart, financial

statement, bank statement, bank check, deposit slip, receipt, invoice, bookkeeping entry, photograph, photostat, microfilm, x-ray film, sound recording, motion picture, video tape, e-mail or any other type of mechanical, electronic, or magnetic impulse recording, and shall also include, but not be limited to, any draft or copy (with or without notes of changes thereon) of a writing or document.

5. "Assault Rifles" means (1) "assault rifle" as defined in CT Gen Stat §§ 53-202a(1)(B), (E), and (F) (2013), and/or (2) any firearm otherwise depicted or designated as an AR-15 type or AR-15 style, or M16 or M4 type or style rifle, or ACR (Adaptive Combat Rifle) type.
6. "Advertisement" means any attempt, other than by use of a price tag, to directly or indirectly induce the purchase or rental of merchandise at retail, appearing in any newspaper, magazine, periodical, catalog, circular, in-store or out-of-store sign or other written matter placed before the consuming public, or in any product placement, promotion, radio broadcast, television broadcast, electronic medium or delivered to or through any computer, including websites, Social Media, and video games.
7. "Marketing Campaign" refers to an effort to develop, maintain or expand the market of users and purchasers of Your products and includes, but is not limited to, the conception and formulation of the effort, the research conducted in furtherance of the effort, the investment in the effort, the means by which the effort was carried out, and the tracking of its effect and results.
8. "Social Media" means any social media platform or message board, including but not limited to, Facebook, Instagram, YouTube, Reddit, Tumblr, 4chan, Twitter, thefirearmblog.com, and AR-15.com.

Dated: _____

_____,

By:

PLEASE CONTACT ATTORNEY ALINOR C. STERLING AT 203-336-4421 UPON RECEIPT OF THIS SUBPOENA TO CONFIRM THE DATE OF YOUR DEPOSITION

HEREOF FAIL NOT, UNDER PENALTY OF THE LAW

To any proper officer or indifferent person to serve and return.

Dated at Bridgeport, Connecticut on the 20th day of July, 2021.



Alinor C. Sterling
Commissioner of the Superior Court
KOSKOFF, KOSKOFF & BIEDER P.C.
350 Fairfield Avenue, Bridgeport, CT 06604
Tele: 203-336-4421

EXHIBIT C

NO. X06 CV15 6050025 S	:	SUPERIOR COURT
	:	
DONNA L. SOTO, ADMINISTRATRIX	:	
OF THE ESTATE OF	:	COMPLEX LITIGATION
VICTORIA L. SOTO, ET AL	:	DOCKET
	:	
V.	:	AT WATERBURY
	:	
BUSHMASTER FIREARMS	:	
INTERNATIONAL, LLC, ET AL	:	JULY 20, 2021

SUBPOENA DUCES TECUM

**James Lawson
Brothers & Company
4860 S. Lewis Ave
Tulsa, OK 74105**

You are commanded to appear on **a date and time to be determined** at **Carr & Carr Attorneys, 4416 S Harvard Ave, Tulsa, OK 74135**, to testify at a deposition upon oral examination as a witness in the above-entitled action.

The deposition will take place before an officer authorized to administer oaths and will continue from day to day until completed. At the time of service, You will be tendered the fee for one day's attendance and the mileage allowed by law, as required under 28 Okla. Stat. Ann. § 81(3).

You are also commanded to bring with You the following described documents:

- All contracts and drafts of contracts between you and employees or representatives of Remington and/or their affiliates concerning or involving any Marketing Campaign for Remington Assault Rifles or any Advertisement for Remington Assault Rifles.
- All Writings generated by you during any Marketing Campaign for Remington Assault Rifles or any Advertisement for Remington Assault Rifles.
- All Writings generated during the "Consider Your Man Card Reissued" campaign.
- All Writings between employees, agents, or affiliates of Brothers & Co concerning any Marketing Campaign for Remington Assault Rifles or any Advertisement for Remington Assault Rifles.
- All Writings between You and employees, agents, or affiliates of Remington concerning any Marketing Campaign for Remington Assault Rifles or any Advertisement for Remington Assault Rifles.
- All Writings between You and employees, agents, or affiliates of the National Rifle Association (NRA) concerning any Marketing Campaign for Remington Assault Rifles or any Advertisement for Remington Assault Rifles.
- All Writings between You and employees, agents, or affiliates of the National Shooting Sports Foundation (NSSF) concerning any Marketing Campaign for Remington Assault Rifles or any Advertisement for Remington Assault Rifles.

- All Writings between You and employees, agents, or affiliates of retailers or potential retailers of Remington Assault Rifles.
- All Writings between You and attorneys, government officers (state or federal), and/or compliance officers regarding the legality or ethical marketing of Remington Assault Rifles.
- All Writings between You and websites, web developers, web hosts, forums, and/or blogs concerning any Marketing Campaign for Remington Assault Rifles or any Advertisement for Remington Assault Rifles.
- All web analytics or metrics collected by or provided to You related to any Marketing Campaign for Remington Assault Rifles or any Advertisement for Remington Assault Rifles.

A. Instructions

1. In responding to this Subpoena Duces Tecum, You are required to furnish all documents that are available to You, or that You may obtain by reasonable inquiry, including documents in the possession of Your attorneys, accountants, advisors or other persons directly or indirectly employed by, or connected with, You or Your attorneys, or anyone else otherwise subject to Your control.
2. If You object to the production of any of the documents described above, then, in order to assist the court in ruling on Your objection, with respect to each document that You do not produce:
 - a. State the date and nature of the document;
 - b. State the name of the person who wrote the document and, if it is a letter, the person to whom it was addressed;
 - c. Describe the subject matter of the document;
 - d. State the grounds of Your objection; and
 - e. State the name, business and residence address, and telephone number of each person who has possession, custody, or control of the document.

B. Definitions

1. "You" or "Your" refers to James Lawson and any of his agents, employees, or representatives.
2. "Remington" refers to any firearms corporation, intermediary, subsidiary, manufacturer, distributor or brand owned in whole or in part at any time by Cerberus Capital Management, including but not limited to Cerberus Capital Management, Freedom Group International, Freedom Group, FGI, FGI Holdings, FGI Holding Company, Remington, Remington Arms Brands, Remington Outdoor, and Bushmaster.
3. "Person" refers to any entity, including but not limited to any natural person, partnership, corporation, company, trust, estate, joint venture, or association of persons.
4. "Writing" or "Document" refers to any form of data compilation whether produced, reproduced, or stored on paper, cards, tapes, disks, hard drives, belts, charts, films, computer storage devices, or any other medium. "Writing" or "Document" shall include but not be limited to any letter, note, memorandum, article, book, published material, computer file, report, study, statement, speech, notebook, application, calendar, working paper, manual, brochure, analysis, telegram, transcript, summary, diary, agreement, contract, diary, log, appointment book, spreadsheet, graph, drawing, chart, financial

statement, bank statement, bank check, deposit slip, receipt, invoice, bookkeeping entry, photograph, photostat, microfilm, x-ray film, sound recording, motion picture, video tape, e-mail or any other type of mechanical, electronic, or magnetic impulse recording, and shall also include, but not be limited to, any draft or copy (with or without notes of changes thereon) of a writing or document.

5. "Assault Rifles" means (1) "assault rifle" as defined in CT Gen Stat §§ 53-202a(1)(B), (E), and (F) (2013), and/or (2) any firearm otherwise depicted or designated as an AR-15 type or AR-15 style, or M16 or M4 type or style rifle, or ACR (Adaptive Combat Rifle) type.
6. "Advertisement" means any attempt, other than by use of a price tag, to directly or indirectly induce the purchase or rental of merchandise at retail, appearing in any newspaper, magazine, periodical, catalog, circular, in-store or out-of-store sign or other written matter placed before the consuming public, or in any product placement, promotion, radio broadcast, television broadcast, electronic medium or delivered to or through any computer, including websites, Social Media, and video games.
7. "Marketing Campaign" refers to an effort to develop, maintain or expand the market of users and purchasers of Your products and includes, but is not limited to, the conception and formulation of the effort, the research conducted in furtherance of the effort, the investment in the effort, the means by which the effort was carried out, and the tracking of its effect and results.
8. "Social Media" means any social media platform or message board, including but not limited to, Facebook, Instagram, YouTube, Reddit, Tumblr, 4chan, Twitter, thefirearmblog.com, and AR-15.com.

Dated: _____

_____,

By:

PLEASE CONTACT ATTORNEY ALINOR C. STERLING AT 203-336-4421 UPON RECEIPT OF THIS SUBPOENA TO CONFIRM THE DATE OF YOUR DEPOSITION

HEREOF FAIL NOT, UNDER PENALTY OF THE LAW

To any proper officer or indifferent person to serve and return.

Dated at Bridgeport, Connecticut on the 20th day of July, 2021.



Alinor C. Sterling
Commissioner of the Superior Court
KOSKOFF, KOSKOFF & BIEDER P.C.
350 Fairfield Avenue, Bridgeport, CT 06604
Tele: 203-336-4421

EXHIBIT D

NO. X06 CV15 6050025 S	:	SUPERIOR COURT
	:	
DONNA L. SOTO, ADMINISTRATRIX	:	
OF THE ESTATE OF	:	COMPLEX LITIGATION
VICTORIA L. SOTO, ET AL	:	DOCKET
	:	
V.	:	AT WATERBURY
	:	
BUSHMASTER FIREARMS	:	
INTERNATIONAL, LLC, ET AL	:	JULY 20, 2021

SUBPOENA DUCES TECUM

**Eric West
GroundCrew Events
4870 S Lewis Ave
Tulsa, OK 74105**

You are commanded to appear on **a date and time to be determined** at **Carr & Carr Attorneys, 4416 S Harvard Ave, Tulsa, OK 74135**, to testify at a deposition upon oral examination as a witness in the above-entitled action.

The deposition will take place before an officer authorized to administer oaths and will continue from day to day until completed. At the time of service, you will be tendered the fee for one day's attendance and the mileage allowed by law, as required under 28 Okla. Stat. Ann. § 81(3).

You are also commanded to bring with You the following described documents:

- All contracts and drafts of contracts between you and employees or representatives of Remington and/or their affiliates concerning or involving any Marketing Campaign for Remington Assault Rifles or any Advertisement for Remington Assault Rifles.
- All Writings generated by you during any Marketing Campaign for Remington Assault Rifles or any Advertisement for Remington Assault Rifles.
- All Writings generated during the "Consider Your Man Card Reissued" campaign.
- All Writings between employees, agents, or affiliates of Brothers & Co concerning any Marketing Campaign for Remington Assault Rifles or any Advertisement for Remington Assault Rifles.
- All Writings between You and employees, agents, or affiliates of Remington concerning any Marketing Campaign for Remington Assault Rifles or any Advertisement for Remington Assault Rifles.
- All Writings between You and employees, agents, or affiliates of the National Rifle Association (NRA) concerning any Marketing Campaign for Remington Assault Rifles or any Advertisement for Remington Assault Rifles.
- All Writings between You and employees, agents, or affiliates of the National Shooting Sports Foundation (NSSF) concerning any Marketing Campaign for Remington Assault Rifles or any Advertisement for Remington Assault Rifles.

- All Writings between You and employees, agents, or affiliates of retailers or potential retailers of Remington Assault Rifles.
- All Writings between You and attorneys, government officers (state or federal), and/or compliance officers regarding the legality or ethical marketing of Remington Assault Rifles.
- All Writings between You and websites, web developers, web hosts, forums, and/or blogs concerning any Marketing Campaign for Remington Assault Rifles or any Advertisement for Remington Assault Rifles.
- All web analytics or metrics collected by or provided to You related to any Marketing Campaign for Remington Assault Rifles or any Advertisement for Remington Assault Rifles.

A. Instructions

1. In responding to this Subpoena Duces Tecum, You are required to furnish all documents that are available to You, or that you may obtain by reasonable inquiry, including documents in the possession of your attorneys, accountants, advisors or other persons directly or indirectly employed by, or connected with, You or your attorneys, or anyone else otherwise subject to your control.
2. If You object to the production of any of the documents described above, then, in order to assist the court in ruling on your objection, with respect to each document that You do not produce:
 - a. State the date and nature of the document;
 - b. State the name of the person who wrote the document and, if it is a letter, the person to whom it was addressed;
 - c. Describe the subject matter of the document;
 - d. State the grounds of Your objection; and
 - e. State the name and business and residence address and telephone number of each person who has possession, custody, or control of the document.

B. Definitions

1. "You" or "Your" refers to Eric West and any of his/her/its agents, employees, or representatives.
2. "Remington" refers to any firearms corporation, intermediary, subsidiary, manufacturer, distributor or brand owned in whole or in part at any time by Cerberus Capital Management, including but not limited to Cerberus Capital Management, Freedom Group International, Freedom Group, FGI, FGI Holdings, FGI Holding Company, Remington, Remington Arms Brands, Remington Outdoor, and Bushmaster.
3. "Person" refers to any entity, including but not limited to any natural person, partnership, corporation, company, trust, estate, joint venture, or association of persons.
4. "Writing" or "Document" refers to any form of data compilation whether produced, reproduced, or stored on paper, cards, tapes, disks, hard drives, belts, charts, films, computer storage devices, or any other medium. "Writing" or "Document" shall include but not be limited to any letter, note, memorandum, article, book, published material, computer file, report, study, statement, speech, notebook, application, calendar, working paper, manual, brochure, analysis, telegram, transcript, summary, diary, agreement, contract, diary, log, appointment book, spreadsheet, graph, drawing, chart, financial

statement, bank statement, bank check, deposit slip, receipt, invoice, bookkeeping entry, photograph, photostat, microfilm, x-ray film, sound recording, motion picture, video tape, e-mail or any other type of mechanical, electronic, or magnetic impulse recording, and shall also include, but not be limited to, any draft or copy (with or without notes of changes thereon) of a writing or document.

5. "Assault Rifles" means (1) "assault rifle" as defined in CT Gen Stat §§ 53-202a(1)(B), (E), and (F) (2013), and/or (2) any firearm otherwise depicted or designated as an AR-15 type or AR-15 style, or M16 or M4 type or style rifle, or ACR (Adaptive Combat Rifle) type.
6. "Advertisement" means any attempt, other than by use of a price tag, to directly or indirectly induce the purchase or rental of merchandise at retail, appearing in any newspaper, magazine, periodical, catalog, circular, in-store or out-of-store sign or other written matter placed before the consuming public, or in any product placement, promotion, radio broadcast, television broadcast, electronic medium or delivered to or through any computer, including websites, Social Media, and video games.
7. "Marketing Campaign" refers to an effort to develop, maintain or expand the market of users and purchasers of Your products and includes, but is not limited to, the conception and formulation of the effort, the research conducted in furtherance of the effort, the investment in the effort, the means by which the effort was carried out, and the tracking of its effect and results.
8. "Social Media" means any social media platform or message board, including but not limited to, Facebook, Instagram, YouTube, Reddit, Tumblr, 4chan, Twitter, thefirearmblog.com, and AR-15.com.

Dated: _____

_____ ,

By:

PLEASE CONTACT ATTORNEY ALINOR C. STERLING AT 203-336-4421 UPON RECEIPT OF THIS SUBPOENA TO CONFIRM THE DATE OF YOUR DEPOSITION

HEREOF FAIL NOT, UNDER PENALTY OF THE LAW

To any proper officer or indifferent person to serve and return.

Dated at Bridgeport, Connecticut on the 20th day of July, 2021.



Alinor C. Sterling
Commissioner of the Superior Court
KOSKOFF, KOSKOFF & BIEDER P.C.
350 Fairfield Avenue, Bridgeport, CT 06604
Tele: 203-336-4421

EXHIBIT E

[Home](#) : [Business Services](#) : [Corp Search](#) : [Corp Information](#)

Entity Summary Information

Select the buttons below to file or place an order.

To view Entity Details there will be a \$5.00 charge and you will need to click on **VIEW ENTITY DETAILS** button at the bottom of the page.

If you are ordering documents such as a "Certificate of Good Standing" or "copies" you will need to click on the **ORDER DOCUMENTS** button at the bottom of the page.


If you are filing a legal document such as a trade name, amendment, annual certificate, etc., you will need to click on **FILE A DOCUMENT** button at the bottom of the page.

BROTHERS & CO.

Details

Filing Number: 1900397588

Name Type: Legal Name

Status: In Existence 

Corp type: Domestic For Profit Business Corporation

Jurisdiction: Oklahoma

Formation Date: 15 Jan 1974

Registered Agent Information

Name: STEPHEN PETERS

Effective: 18 Sep 2017

Address: 2431 E. 61ST STREET
SUITE 305

City, State , ZipCode: TULSA OK 74136

[View Entity Detail](#)[File a Document](#)[Order Documents](#)[New Search](#)

EXHIBIT F

[Home](#) : [Business Services](#) : [Corp Search](#) : [Corp Information](#)

Entity Summary Information

Select the buttons below to file or place an order.

To view Entity Details there will be a \$5.00 charge and you will need to click on **VIEW ENTITY DETAILS** button at the bottom of the page.

If you are ordering documents such as a "Certificate of Good Standing" or "copies" you will need to click on the **ORDER DOCUMENTS** button at the bottom of the page.

If you are filing a legal document such as a trade name, amendment, annual certificate, etc., you will need to click on **FILE A DOCUMENT** button at the bottom of the page.

IDEA RANCH LLC

Details

Filing Number: 3512749574

Name Type: Legal Name

Status: In Existence 

Corp type: Domestic Limited Liability Company

Jurisdiction: Oklahoma

Formation Date: 25 Apr 2019

Registered Agent Information

Name: ROBERT B. SARTIN

Effective: 25 Apr 2019

Address: 110 W 7TH ST
STE. 900

City, State , ZipCode: TULSA OK 74119

[View Entity Detail](#)[File a Document](#)[Order Documents](#)[New Search](#)

EXHIBIT G

As filed with the Securities and Exchange Commission on May 17, 2010

Registration No. 333-162595

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

Pre-effective
AMENDMENT NO. 4

to

FORM S-1

REGISTRATION STATEMENT
UNDER
THE SECURITIES ACT OF 1933

FREEDOM GROUP, INC.

(Exact name of registrant as specified in its charter)

Delaware	3484	26-0174491
(State or other jurisdiction of incorporation or organization)	(Primary Standard Industrial Classification Code number)	(I.R.S. Employer Identification Number)

**870 Remington Drive
Madison, North Carolina 27025-1776
(336) 548-8700**

(Address, including zip code, and telephone number, including area code, of registrant's principal executive offices)

**Fredric E. Roth, Jr.
General Counsel and Secretary
Freedom Group, Inc.
870 Remington Drive P.O. Box 1776
Madison, North Carolina 27025-1776
(336) 548-8700**

(Name, address, including zip code and telephone number, including area code, of agent for service)

Please address a copy of all communications to:

**Arnold B. Peinado, III, Esq.
Roland Hlawaty, Esq.**
Milbank, Tweed, Hadley & McCloy
LLP
1 Chase Manhattan Plaza
New York, NY 10005
(212) 530-5000

**William J. Miller, Esq.
Jonathan A. Schaffzin, Esq.**
Cahill Gordon & Reindel LLP
80 Pine Street
New York, NY 10005
(212) 701-3000

**Approximate date of commencement of proposed sale to the public:
As soon as practicable after this Registration Statement becomes effective.**

If any of the securities being registered on this Form are to be offered on a delayed or continuous basis pursuant to Rule 415 under the Securities Act of 1933 check the following box. ☐

If this Form is filed to register additional securities for an offering pursuant to Rule 462(b) under the Securities Act, please check the following box and list the Securities Act registration statement number of the earlier effective registration statement for the same offering. ☐

If this Form is a post-effective amendment filed pursuant to Rule 462(c) under the Securities Act, check the following box and list the Securities Act registration statement number of the earlier effective registration statement for the same offering. ☐

If this Form is a post-effective amendment filed pursuant to Rule 462(d) under the Securities Act, check the following box and list the Securities Act

[Table of Contents](#)

primary acquisitions (Bushmaster, Remington, DPMS and Marlin). FGI is a holding company controlled by Cerberus, dating back to the first firearms acquisition of certain assets and liabilities of Bushmaster by Cerberus in April 2006.

Cerberus created FGI on March 30, 2007 and FGI subsequently acquired Remington Arms Company, Inc. on May 31, 2007. On December 13, 2007, we acquired certain assets and assumed certain liabilities of Defense Procurement/Manufacturing Services, Inc. Subsequently, on January 28, 2008, we acquired 100% of the shares of the Marlin Firearms Company and its subsidiary H&R 1871, LLC through our Remington subsidiary. We currently conduct our business operations principally through our two main operating subsidiaries, Remington and Bushmaster.

We also have made four additional strategic acquisitions to supplement and expand the current brand portfolio and have participated in other strategic joint-ventures through our non-wholly owned subsidiaries.

Our Products

Firearms

We design, manufacture and market our firearms primarily under the *Remington, Marlin, Bushmaster, DPMS, H&R, L.C. Smith, Parker, Dakota Arms, Miller Arms*, and *Nesika* brand names. Through our diversified portfolio of leading brands, we offer a wide variety of long guns as well as components which enable gun enthusiasts to build and continually upgrade and customize their firearms. Our brand strategy allows us to address a variety of end-user preferences, ranging from hunting and shooting sports to government, military and law enforcement applications, from beginner to accomplished shooters, as well as to build strong brand awareness and generate attractive cross-selling opportunities. As the largest firearms manufacturer in the United States, we sold approximately 1.2 million long guns during the twelve months ended March 31, 2010.

For the twelve months ended March 31, 2010, firearms accounted for \$481.8 million of net sales, or 58.0% of our total net sales. For the twelve months ended March 31, 2010, on a pro forma basis, firearms accounted for \$483.0 million in net sales, or 57.1% of our total net sales.

Ammunition

We are the largest manufacturer of commercial ammunition in the United States, and sold approximately 2.6 billion rounds of ammunition during the twelve months ended March 31, 2010. As the only major supplier of both firearms and ammunition in the United States, we believe our ability to sell ammunition creates a unique competitive advantage within the industry and allows us to solidify and extend our existing long-term relationship with our loyal customer base. The NRA estimates 70 to 80 million people in the United States own approximately 300 million firearms, creating a large installed base for our ammunition products.

Our ammunition offerings consist of a comprehensive line of sporting ammunition and ammunition reloading components, along with ammunition for the government, military, and law enforcement markets, marketed under the *Remington, UMC, Dakota* and *Barnes* brand names both domestically and internationally. Our ammunition products include in excess of 1,000 SKUs across 60 calibers, ranging from high volume, promotionally priced products to premium, high performance products that meet the needs of the most demanding users of firearms. We have developed and/or manufactured more types of cartridges than any other ammunition manufacturer, and we believe our ability to deliver a complete military solution of firearms and ammunition is distinctive.

Product performance and innovation are core focuses for us and are important differentiators within the industry. We believe we are one of the world's largest producers of centerfire rifle hunting

[Table of Contents](#)

lower inventory levels. These activities, which we call "continuous cost improvements," will continue to be a cornerstone of our organization as we build and optimize our world class manufacturing platform.

Our manufacturing optimization efforts have also included the shift of some modern sporting rifle components and parts production into our plants and away from third-party vendors. These efforts have made the combined organization considerably more flexible, improved our quality and margins and enabled us to more quickly and efficiently address future changes in demand. The benefits of our past work are starting to appear in our ability to leverage our existing manufacturing footprint during periods of high demand while maintaining variability in our cost structure. We enhance this variability through our use of third parties for many modern sporting rifle components with no long-term contracts, so that we can adjust our inventory quickly and at a low cost.

Pursue Complementary Acquisitions and Strategic Investments

We have built and strengthened our family of brands and products over the past three years, primarily through the successful integration of four primary acquisitions (Bushmaster, Remington, DPMS and Marlin) made between April 2006 and January 2008. We did so with the goal of creating the world's leading firearms and ammunition company. We have a proven track record of successfully identifying and integrating acquisitions, as demonstrated by the integration of our brands, and have achieved significant operational improvements as a result. We intend to continue to identify and pursue add-on strategic acquisitions or investments that expand and enhance our brand, product and intellectual property portfolio. We seek to acquire highly complementary products, intellectual property or external capabilities to expand our portfolio or extend our brands and channel relationships.

We completed four strategic acquisitions in 2009 financed by cash from operations, which we believe will enhance our business performance in 2010. On June 5, 2009, we acquired certain assets of Dakota Arms, LLC, a producer of high-end rifles, shotguns and ammunition for approximately \$1.8 million. This acquisition positions us in the largely customized, high precision, large caliber and safari segments of the market. In addition, on September 22, 2009, we acquired certain assets from S&K Industries, Inc., a supplier of high quality walnut and laminate wood stocks for our firearms operations for approximately \$3.8 million ("S&K Acquisition"). We believe this acquisition will reduce certain costs of acquiring the wood stocks and improve efficiencies in our firearms manufacturing processes. On October 2, 2009, we completed the acquisition of certain assets of Advanced Armament Corp. for approximately \$11.1 million, with an additional amount of approximately \$8.0 million due in 2015 upon achievement of certain conditions ("AAC Acquisition"). AAC manufactures and markets a full line of firearm accessory products used in certain military (including current use by the DOD), law enforcement and commercial markets. Finally, on December 31, 2009, we completed the acquisition of certain assets and liabilities of Barnes Bullets, Inc., a supplier of copper bullets, including copper-tin composite core bullets, for approximately \$25.6 million ("Barnes Acquisition"). We believe this acquisition allows us to offer a premium product offering to complement our existing products and to provide shooters and hunters with a premium line of high performance bullets.

Recent Transactions

On April 7, 2010, our wholly-owned subsidiary, FGI Holding, issued \$225.0 million aggregate principal amount of 11.25%/11.75% Senior Pay-In-Kind Notes due October 15, 2015. The net proceeds of the PIK Notes issuance of \$220.5 million will be used to repurchase a significant portion of preferred stock. See "Management's Discussion and Analysis of Financial Condition and Results of Operations—2010 Financing" and "Description of Certain Indebtedness—Senior Pay-In-Kind Notes due 2015."

Prior to the issuance of the PIK Notes, FGI formed FGI Holding as a new wholly-owned subsidiary, which in turn formed a new wholly-owned subsidiary, FGI Opco. In connection with the

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the world's leading firearms and ammunition company. We have focused on integrating and optimizing our consolidated business operations since the spring of 2008. We have a proven track record of successfully identifying and integrating acquisitions, as demonstrated by the integration of our brands, and have achieved significant operational improvements as a result. We intend to continue to identify and pursue add-on strategic acquisitions or investments that expand and enhance our brand, product and intellectual property portfolio. We seek to acquire highly complementary products, intellectual property or external capabilities to fill gaps in our portfolio or extend our brands and channel relationships.

We completed four strategic acquisitions in 2009 financed by cash from operations, which we believe will enhance our business performance in 2010. On June 5, 2009, we acquired certain assets of Dakota Arms, a producer of high-end rifles, shotguns and ammunition for approximately \$1.8 million, which primarily consisted of inventory and equipment. This acquisition positions us in the largely customized, high precision, large caliber and safari segments of the market, with premium and aspirational firearm and ammunition brands including *Dakota Arms*, *Miller Arms* and *Nesika*, as well as *Dan Walter* premium gun cases. In addition, on September 22, 2009, we acquired certain assets from S&K Industries, Inc. ("S&K"), a supplier of high quality walnut and laminate wood stocks for our firearms operations for approximately \$3.8 million. The assets acquired are primarily inventory, machinery and equipment. We believe this acquisition will reduce certain costs of acquiring the wood stocks and improve efficiencies in our firearms manufacturing processes. On October 2, 2009, we completed the acquisition of certain assets of Advanced Armament Corp. ("AAC") for approximately \$11.1 million, with an additional amount of approximately \$8.0 million due in 2015 upon achievement of certain employment and financial conditions. AAC manufactures and markets a full line of firearm accessory products used in certain military and commercial markets and provides us further product portfolio expansion. Finally, on December 31, 2009, we completed the acquisition of certain assets and liabilities of Barnes, a supplier of copper bullets, including copper-tin composite core bullets, for approximately \$25.6 million. We believe this acquisition allows us to offer a premium product offering to complement our existing products and to provide shooters and hunters with a premium line of high performance bullets.

Our History and Corporate Structure

With the goal of creating the world's leading firearms, ammunition and related products company, we have built a family of brands and products through the successful integration of four primary acquisitions (Bushmaster, Remington, DPMS and Marlin). As a result of these acquisitions, we have over 190 years of operational history in firearms, ammunition and related products.

FGI is a holding company controlled by Cerberus, dating back to the first firearms acquisition of certain assets and liabilities of Bushmaster by Cerberus in April 2006. Our predecessor company was created on February 17, 2006 by CCM for the purpose of acquiring the business of Bushmaster Firearms, Inc. Effective April 1, 2006, CCM completed the acquisition of certain assets and assumed certain liabilities of Bushmaster Firearms, Inc.

FGI (formerly American Heritage Arms, Inc.) was formed on March 30, 2007 by CCM principally for the purpose of acquiring Remington Arms Company, Inc., which was acquired on May 31, 2007. On December 12, 2007, through a series of transactions, Bushmaster Firearms International, LLC and Remington Arms Company, Inc. became wholly owned subsidiaries of FGI. On December 13, 2007, through our subsidiary DPMS Firearms, LLC, we acquired certain assets and assumed certain liabilities of Defense Procurement/Manufacturing Services, Inc. On January 28, 2008, we acquired 100% of the shares of the Marlin Firearms Company and its subsidiary H&R 1871, LLC through our Remington subsidiary. We have focused on integrating and optimizing our consolidated business operations for the past 27 months.

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We have made four additional strategic acquisitions to supplement and expand the current brand portfolio. On June 5, 2009, through our wholly owned subsidiary DA Acquisitions, LLC, which was merged into Remington in October 2009, we acquired certain assets and assumed certain liabilities of Dakota Arms. On September 22, 2009, we acquired certain assets from S&K. In addition, we completed the acquisition of certain assets and the assumption of certain liabilities of AAC and Barnes on October 2 and December 31, 2009, respectively.

We have entered into strategic joint-ventures through our non-wholly owned subsidiaries. On March 19, 2007, we purchased an 80% ownership interest in Precision Arms Center. On November 3, 2008, we purchased 27.1% ownership interest in INTC USA, LLC. On July 30, 2008, we purchased a 61.8% ownership interest in EOTAC, LLC.

On February 13, 2009 we formed E-RPC, LLC as a wholly owned domestic subsidiary principally to carry out certain operating activities related to our re-entrance into the handgun market.

On January 15, 2010, FGI formed a new wholly-owned subsidiary, FGI Holding Company, Inc. and FGI Holding formed a new wholly-owned subsidiary, FGI Operating Company, Inc. In connection with the issuance of the PIK Notes, FGI transferred substantially all of its assets (principally equity interests in its subsidiaries, other than the stock of FGI Holding) to FGI Opco and FGI Opco assumed all of the liabilities of FGI (other than those that relate to the retained assets), including the obligations under the Opco Notes and the ABL Revolver.

FREEDOM GROUP, INC. AND SUBSIDIARIES

NOTES TO CONSOLIDATED FINANCIAL STATEMENTS (CONTINUED)

(\$ IN MILLIONS, EXCEPT SHARE AND PER SHARE DATA)

2. Significant Accounting Policies (Continued)

financial statements should be excluded from net income when determining income available to common stockholders when calculating earnings per share. During the period when a redemption of a portion of the outstanding preferred shares occurs, the redeemed shares should be considered separately from other convertible preferred shares in determining whether the "of-converted" method is dilutive for the period. FASB ASU 2009-08 was effective in September 2009. The Company does not expect the adoption of FASB ASU 2009-08 to have a significant impact on its results of operations, financial condition and equity.

In September 2009, the FASB issued FASB ASU 2009-09 "Accounting for Investments—Equity Method and Joint Ventures and Accounting for Equity-Based Payments to Non-Employees". The ASU establishes SEC requirements for classifying income or expense related to stock-based compensation to employees of an equity-method investee into the same income statement caption as equity earnings of the investee. FASB ASU 2009-09 was effective in September 2009. The adoption of FASB ASU 2009-09 has had no significant impact on the Company's results of operations, financial condition and equity.

In December 2009, the FASB issued FASB ASU 2010-02 "Accounting and Reporting for Decreases in Ownership of a Subsidiary—a Scope Clarification". The ASU clarifies the scope for decreases in ownership and deconsolidation provisions for (1) a subsidiary or group of assets that is a business, (2) a subsidiary that is a business that is transferred to an equity method investee, and (3) an exchange of a group of assets that constitutes a business for a noncontrolling interest in an entity. Decreases in ownership provisions in accordance with FASB ASC 810 "Consolidations" are not applicable to sales of in substance real estate or conveyances of oil and gas mineral rights. Decreases in ownership of subsidiaries not categorized as businesses should follow applicable guidance outside of ASC 810. If no other guidance exists, the decrease in ownership should follow the provision guidelines in ASC 810. The ASU also requires additional disclosures about the deconsolidation of the subsidiary. FASB ASU 2010-02 is effective for interim and annual periods ending on or after December 15, 2009. The adoption of FASB ASU 2010-02 has had no significant impact on the Company's results of operations, financial condition and equity.

3. Business Combinations

As discussed below, the Company has made various acquisitions. These acquisitions are being accounted for as business combinations using the acquisition method, in accordance with FASB ASC 805 "Business Combinations" whereby the final purchase price (including assumed liabilities) is allocated and pushed down to the assets acquired based on their estimated fair market values at the date of the acquisition.

For income tax purposes, since the RACI and Marlin acquisitions were purchases of stock, the tax basis of the assets and liabilities were not changed. The identifiable intangibles and goodwill are not deductible for tax purposes.

RACI Holding, Inc.

The shares of RACI, the previous sole stockholder of Remington, were purchased by the Company on May 31, 2007 (the "Closing Date"), pursuant to the stock purchase agreement dated as of April 4, 2007 (the "Stock Purchase Agreement"), between RACI, its stockholders and holders of

EXHIBIT H

UNITED STATES
SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

FORM 10-K

(Mark One)

☒ ANNUAL REPORT PURSUANT TO SECTION 13 OR 15(d)
OF THE SECURITIES EXCHANGE ACT OF 1934

For the fiscal year ended December 31, 2001

OR

☐ TRANSITION REPORT PURSUANT TO SECTION 13 OR 15(d)
OF THE SECURITIES EXCHANGE ACT OF 1934

For the transition period from _____ to _____

Commission file number: 333-4520

RACI HOLDING, INC.
(Exact name of registrant as specified in its charter)

Delaware 51-0350929
(State or other jurisdiction of incorporation or (I.R.S. Employer
organization) Identification No.)

870 Remington Drive
P.O. Box 700
Madison, North Carolina 27025-0700
(Address of principal executive offices)
(Zip Code)

(336) 548-8700

(Registrant's telephone number, including area code)

Securities registered pursuant to Section 12(b) of the Act: NONE

Securities registered pursuant to Section 12(g) of the Act: NONE

Indicate by check mark whether the registrant (1) has filed all reports
required to be filed by Section 13 or 15(d) of the Securities Exchange Act of
1934 during the preceding 12 months (or for such shorter period that the
registrant was required to file such reports), and (2) has been subject to
such filing requirements for the past 90 days.

Yes ☒ No ☐

Indicate by check mark if disclosure of delinquent filers pursuant to Item
405 of Regulation S-K is not contained herein, and will not be contained, to
the best of the registrant's knowledge, in definitive proxy or information
statements incorporated by reference in Part III of this Form 10-K or any
amendment to this Form 10-K.

☒

As of March 8, 2002, the registrant had outstanding 765,050 shares of
Class A Common Stock, par value \$.01 per share and 0 shares of Class B Common
Stock, par value \$.01 per share.

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PART I

Item 1. BUSINESS

RACI Holding, Inc. ("Holding") and its wholly-owned subsidiary Remington Arms Company, Inc. ("Remington"), are Delaware corporations organized in 1993 at the direction of Clayton, Dubilier & Rice, Inc. ("CD&R"), a private investment firm, to acquire (the "Acquisition") substantially all the assets and business of Sporting Goods Properties, Inc. ("Sporting Goods") as well as certain other assets of E. I. du Pont de Nemours and Company ("DuPont" and together with Sporting Goods, the "Sellers") used in connection with the marketing of fishline and fishline accessories (such assets and business collectively, the "Business"). Unless the context otherwise requires, the term "Company" means Holding and its subsidiaries, including Remington.

Founded in 1816, the Company is engaged in the design, manufacture and sale of sporting goods products for the hunting/shooting sports and related markets. The Company's product lines consist of firearms, ammunition, fishline and hunting/gun care accessories sold under the Remington(R) name and other labels, fishing products sold under the Stren(R) and Remington(R) names and other labels and clay targets.

Certain market share and competitive position data contained in this report is based on the most recent data published by the National Sporting Goods Association ("NSGA"), American Sports Data, Inc. ("ASDI") and the National Sports Markets Research Group ("SMRG"). The Company believes that such data is inherently imprecise and may not accurately reflect the Company's market shares for more recent periods, but is generally indicative of its relative market share and competitive position.

The following sets forth the Company's sales for its aggregated operating segments for the periods shown (see Note 20 to the Company's consolidated financial statements for the year ended December 31, 2001 appearing elsewhere in this report):

	Year Ended December 31,		
	2001	2000	1999
Hunting/Shooting Sports	\$ 340.3	\$ 345.1	\$ 354.0
Other (a)	42.8	43.6	49.1
	-----	-----	-----
Total Sales	\$ 383.1	\$ 388.7	\$ 403.1
	=====	=====	=====

(a) Consists of fishing products, accessories, clay targets and commercial powder metal product ("PMP") parts.

Hunting/Shooting Sports

Remington is the only domestic manufacturer of both firearms and ammunition. The Company enjoys a domestic market leadership position for many of its firearms product lines and is one of the three major manufacturers in the domestic ammunition market. According to ASDI in 2000, approximately 27 million people in the United States enjoy shooting sports, including approximately 17 million who hunt annually. Overall, the market for hunting-related products is a large, mature market that the Company believes generally will remain relatively flat, at least in the near future. Total domestic consumer expenditures in this market for hunting and firearms equipment, including ammunition in 2000 was estimated by NSGA to be approximately \$1.6 billion.

The Company believes that a number of trends currently exist that are potentially significant to the hunting/shooting sports market. First, the Company believes that the development of rural property in many locations has curtailed or eliminated access by hunters to private and public lands. However, the Company also believes that the number of private hunting facilities is increasing, as is the availability of alternatives to traditional hunting activities, such as sporting clays and shooting games that simulate hunting, and that these trends may help offset increasing restrictions on access and land use. Second, environmental issues, such as concern about lead in the environment, may also adversely affect the industry. See "--Environmental Matters." The Company has developed a line of shotshells that use steel shot and a new line of Premier(R) Hevi Shot(TM) that uses a tungsten-nickel-iron alloy instead of the industry standard lead shot. These shotshells are intended to reduce the amount of lead being introduced into the environment and to appeal not only to the shooter legally required to use steel shot, but also to the environmentally concerned

EXHIBIT I

As filed with the Securities and Exchange Commission on October 20, 2009

Registration No. 333-

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

FORM S-1

REGISTRATION STATEMENT
UNDER
THE SECURITIES ACT OF 1933

FREEDOM GROUP, INC.

(Exact name of registrant as specified in its charter)

Delaware	3484	26-0174491
(State or other jurisdiction of incorporation or organization)	(Primary Standard Industrial Classification Code number)	(I.R.S. Employer Identification Number)

870 Remington Drive
Madison, North Carolina 27025-1776
(336) 548-8700

(Address, including zip code, and telephone number, including area code, of registrant's principal executive offices)

Fredric E. Roth, Jr.
General Counsel and Secretary
Freedom Group, Inc.
870 Remington Drive P.O. Box 1776
Madison, North Carolina 27025-1776
(336) 548-8700

(Name, address, including zip code and telephone number, including area code, of agent for service)

Please address a copy of all communications to:

Arnold B. Peinado, III, Esq.
Roland Hlawaty, Esq.
Milbank, Tweed, Hadley & McCloy
LLP
1 Chase Manhattan Plaza
New York, NY 10005
(212) 530-5000

William J. Miller, Esq.
Jonathan A. Schaffzin, Esq.
Cahill Gordon & Reindel LLP
80 Pine Street
New York, NY 10005
(212) 701-3000

Approximate date of commencement of proposed sale to the public:
As soon as practicable after this Registration Statement becomes effective.

If any of the securities being registered on this Form are to be offered on a delayed or continuous basis pursuant to Rule 415 under the Securities Act of 1933 check the following box. ☐

If this Form is filed to register additional securities for an offering pursuant to Rule 462(b) under the Securities Act, please check the following box and list the Securities Act registration statement number of the earlier effective registration statement for the same offering. ☐

If this Form is a post-effective amendment filed pursuant to Rule 462(c) under the Securities Act, check the following box and list the Securities Act registration statement number of the earlier effective registration statement for the same offering. ☐

If this Form is a post-effective amendment filed pursuant to Rule 462(d) under the Securities Act, check the following box and list the Securities Act registration statement number of the earlier effective registration statement for the same offering. ☐

Indicate by check mark whether the registrant is a large accelerated filer, an accelerated filer, a non-accelerated filer, or a smaller reporting company.

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account, Wal-Mart. Our sales to Wal-Mart are generally not governed by a written long-term agreement. In the event that Wal-Mart significantly reduces or terminates its purchases of firearms and/or ammunition from us, our financial condition, results of operations or cash flows, could be adversely affected.

Wal-Mart, together with another customer, accounted for approximately 21% and 16% of our accounts receivable balance as of December 31, 2008 and as of June 30, 2009, respectively. This other customer, due to the timing of its purchasing, usually maintains significant amounts of accounts receivable at the end of our fiscal year. In the event that this customer incurs financial difficulty and is unable to pay its account in full, our financial condition, results of operations or cash flows could be adversely affected.

We have experienced a significant increase in demand for certain of our products since late 2008. There can be no assurance that this increased demand for certain firearms and ammunition will continue.

Demand for firearms and ammunition has increased significantly since late 2008, which we believe has been due in part to increased consumer uncertainty relating to new and potentially more restrictive legislation, and the increase of home defense spending in light of the global economic downturn. While we view this increase in demand as a significant long-term opportunity to expand our customer base and strengthen our customer relationships, there can be no assurance that this increased demand will continue or that demand will not decrease in the near or long-term. Any decrease in market demand for our products could have a material adverse effect on our business, financial condition, results of operations or cash flows.

We are dependent on a number of key suppliers. Loss of or damage to our relationships with these suppliers could have a material adverse effect on our business, financial condition, results of operations or cash flows.

To manufacture our various products, we use many raw materials, including steel, zinc, lead, brass, copper, plastics and wood, as well as manufactured parts purchased from independent manufacturers. An extended interruption in the supply of these or other raw materials or in the supply of suitable substitute materials would disrupt our operations, which could have a material adverse effect on our business, financial condition and results of operations. Furthermore, we may incur additional costs in sourcing raw materials from alternative producers.

For a number of our raw materials, we rely on one or a few suppliers. Alternative sources, many of which are foreign, exist for each of these materials. We do not, however, currently have significant supply relationships with any of these alternative sources. We cannot estimate with any certainty the length of time that would be required to establish alternative supply relationships, or whether the quantity or quality of materials that could be so obtained would be sufficient.

In addition, we rely on a limited number of vendors to perform machining processes on key rifle components. Any disruption of the operations of one of our key vendors could materially impact our ability to obtain certain rifle components. In the event that we lose one of our principal vendors, we may not be able to find an alternative vendor in a timely fashion, and as a result, our ability to produce rifles could be materially and adversely affected.

We have been increasing the prices on certain of our products and shortening sales terms. These higher product selling prices coupled with reduced sales terms could limit sales, which could negatively impact our business, financial condition, results of operations or cash flows.

We have imposed price increases on our customers in an attempt to offset cost increases relating to materials and energy (including lead, copper, zinc, brass, steel and fuel) that we have experienced. We have also worked to reduce sales terms over the past several years related to certain working capital initiatives. These higher product prices and shorter sales terms could limit our sales in

EXHIBIT J

Legal Structure as of July 1, 2011

- Merged BFI, DPMS, Precision Arms, Marlin, and H&R into Remington
- Contributed Brands to FGI OpCo
- Converted HoldCo, OpCo and Remington to Limited Liability Companies

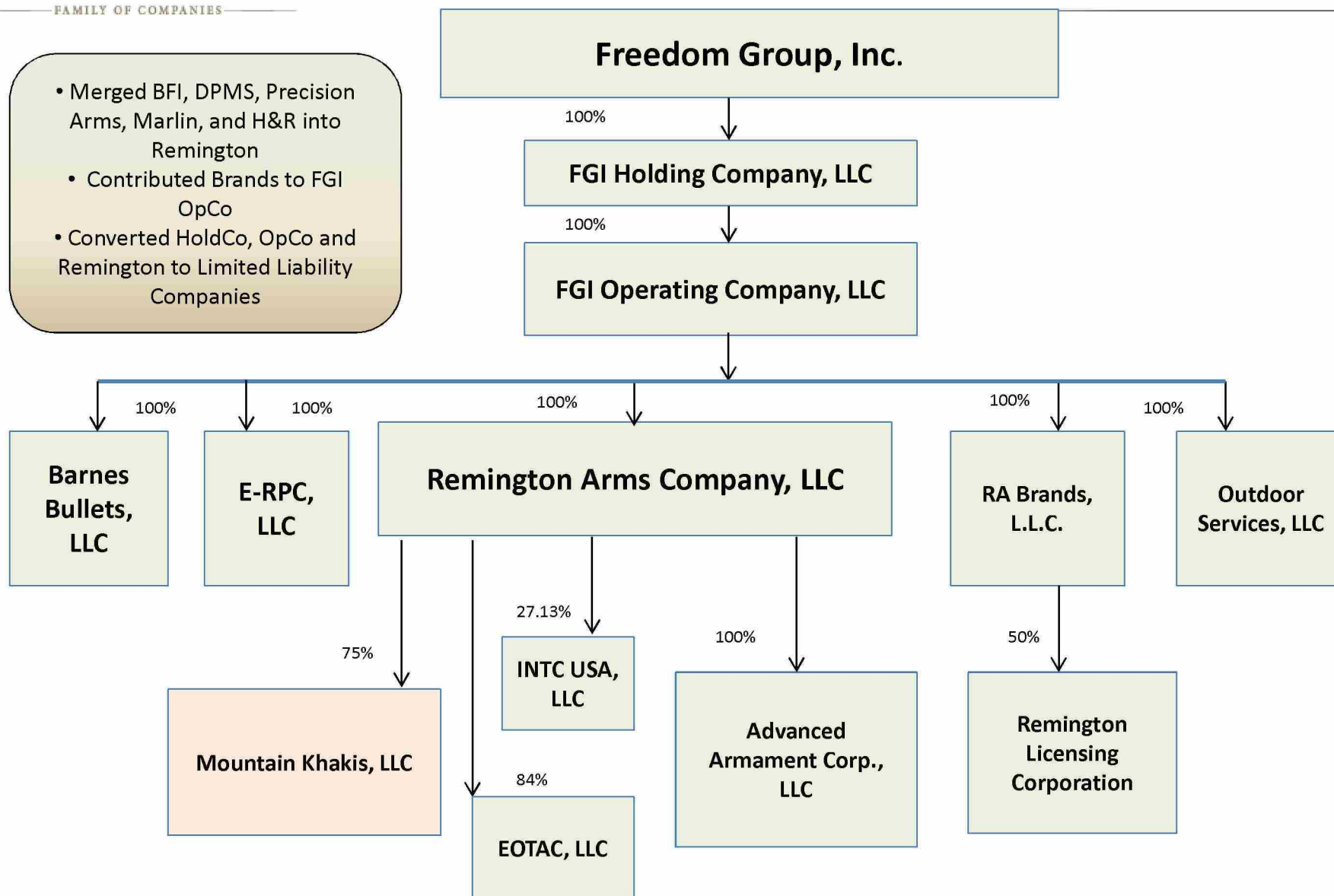


EXHIBIT K

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NO. X06 CV15 6050025 S : SUPERIOR COURT
DONNA L. SOTO, ADMINISTRATRIX :
OF THE ESTATE OF VICTORIA L. : COMPLEX LITIGATION
SOTO, ET AL. : DOCKET
V. :
BUSHMASTER FIREARMS : AT WATERBURY
INTERNATIONAL, LLC, ET AL. :

VIDEOTAPED DEPOSITION OF: MARK ELIASON, taken at
the Executive Office Center, 254 Commercial Street,
Portland, Maine, on July 17, 2020, commencing at 10:00
A.M., before Lisa S. Bishop, RPR, RMR, a Notary Public in
and for the State of Maine.

U.S. LEGAL SUPPORT
877-479-2484

1 extent it is referred to as a division at any point, just
2 let me know.

3 A Okay.

4 Q Can you walk me through -- we do have org charts
5 that we will get to later, but it's -- we have a large file
6 of org charts, but can you just walk me through your
7 recollection of the departments that were in old
8 Bushmaster?

9 MR. VOGTS: Feel free to refer to documents if
10 you need to.

11 A In the old Bushmaster, okay, there is --

12 MR. VOGTS: The question is what departments were
13 there within the company.

14 A Okay. Within the company of the old Bushmaster,
15 we had the accounting department, we had the sales
16 department, production department, shipping departments and
17 warehouse department. Those are the ones that I --

18 Q Do you know if there --

19 A Excuse me.

20 Q Sorry.

21 A Those are the ones that I recall.

22 Q And do you recall if old Bushmaster had a
23 marketing or an advertising department?

24 A We had an individual that wasn't really put into
25 the department. He did graphics. It was a graphics

1 department. He did -- he did our photography.

2 Q Would he -- and what's the name of this
3 individual?

4 A Jonathan Clark.

5 Q And you mention him here. Would he have been in
6 charge of any advertisements or catalogs?

7 A Yes.

8 Q Would it have been advertisements and catalogs or
9 just one or the other?

10 A Both.

11 Q Did he have any employees working under him?

12 A No.

13 Q And where -- who would he have reported to, would
14 he have reported to one of the managers of the departments
15 you listed or would he have just reported directly to the
16 senior most manager?

17 A Yeah, he would have reported to John DeSantis at
18 that time.

19 Q Okay. All right. Do you know if there was a
20 compliance department?

21 A Yes.

22 Q This is the old Bushmaster.

23 And how many individuals approximately would you
24 say worked in that department?

25 A As I recall, two.

1 department for approval of the advertisements?

2 A Yes, he would.

3 Q And do you recall who in the sales department
4 would have been responsible for that approval?

5 A That would be me.

6 Q All right. So let's talk a little bit about the
7 departments following the acquisition by Cerberus. Do you
8 recall if there was any consolidation or reorganization of
9 the existing departments? We will first talk about in the
10 immediate aftermath of acquisition.

11 MR. VOGTS: And the question was was there any
12 consolidation of departments immediately after the
13 acquisition?

14 MR. SCHUTTE: That's correct, so any
15 consolidation or reconfiguration of the departments that we
16 just walked through.

17 A No.

18 Q Do you recall if there -- at any point between the
19 time of acquisition through the closure of the Windham
20 operations, were there any consolidations or
21 reorganizations of the departments in Bushmaster?

22 A Yes.

23 Q And what do you recall were those changes in
24 departments?

25 A My recollection, I believe it was 2007 that the

1 marketing function was moved down to Remington in North
2 Carolina and John Clark had left the company, so --

3 Q And did Mr. Clark leave because of that
4 reconfiguration or had he left prior to it?

5 A No, he left after the reconfiguration.

6 Q Do you recall if he was let go because of the
7 reconfiguration?

8 A No, actually, he -- as I recall, he was ready to
9 retire.

10 Q All right. So from 2007 onwards, is it your
11 recollection that marketing and advertisement for -- for
12 Bushmaster were handled by Remington?

13 A Yes.

14 Q Do you recall who the marketing and advertising
15 employees at Remington reported to at Bushmaster?

16 A Reported to at Bushmaster. In that timeframe, it
17 would have been Scott Blackwell.

18 Q Okay. And I know we talked about compliance and
19 legal before. Do you recall if there was a -- a compliance
20 function at Bushmaster following acquisition?

21 A When you say compliance, is that in the human
22 resource function or -- because we had two definitions of
23 compliance because you have ATF compliance and then you
24 have HR and legal compliance is how we looked at it back
25 then.

1 Q Did you ever -- did you ever work in -- well,
2 first of all, old Bushmaster is what we were referring to
3 as preacquisition Bushmaster?

4 A Right.

5 Q And old Bushmaster had a small marketing
6 department so to speak or no?

7 A Boy, it was -- the old Bushmaster is just one
8 person that would handle getting catalogs printed and all
9 that type of stuff that we had at the time, flyers, you
10 know.

11 Q And that was really true throughout the time
12 until -- until the acquisition essentially, right, a small
13 marketing person, I guess, person or two that would do
14 catalogs, but not much beyond -- no Internet, no social
15 media, things like that?

16 A Yeah, not -- no, not at that time, not the old
17 Bushmaster. We were just -- we were just starting on
18 social media and was doing very little at that time.

19 Q Did you -- in old Bushmaster days, did you do
20 any -- do you recall doing any social media at all?

21 A I don't recall. I didn't personally.

22 Q One of the things I want to do in this deposition
23 is just to be very clear about how much involvement if any
24 you had in any of the marketing as time went on because of
25 course that's a very big part of our focus, so part of it

1 funds for my sales programs.

2 Q And, let's see, can you describe -- because the
3 term sales and marketing sometimes look a lot like each
4 other and they are referred to in the same kind of sentence
5 as being related, but I -- it sounds like in old
6 Bushmaster, there was sort of this -- there was not a clear
7 delineation and that the marketing was very basic
8 old-fashioned marketing; is that true?

9 A Yes, that's correct.

10 Q And that the acquisition by Cerberus sometime
11 after that, the marketing became significantly more
12 expensive, more sophisticated and more specialized; is that
13 true?

14 A Yes, you know, I could tell just in the quality of
15 the photography, for example, it was professionally done as
16 opposed to just having us do it at the factory.

17 Q Is that right, so you -- did you have to pick up
18 the camera once in awhile and take a picture?

19 A Oh, yeah, yes, I did.

20 Q Were you yourself featured in any catalogs or --

21 A No.

22 Q No. All right. Well, you missed your
23 opportunity, I guess.

24 So -- so maybe just so that we have a record, how
25 would you describe I guess the -- in the post 2006 era

1 correct?

2 A We were just starting to, yep, just starting to
3 put a plan together on, you know, gathering more
4 information on what customer wants and needs were.

5 Q And that became increasingly more sophisticated
6 and expensive after the acquisition, is that fair to say?

7 A Yes.

8 Q And it involved a greater and greater expansion
9 into the on-line market, correct?

10 A That's correct.

11 Q And did you have any involvement in that part of
12 what is sort of -- there are some sales parts that I know
13 and there's marketing parts, but did you have involvement
14 in that up until the time you left Bushmaster?

15 A I had not much involvement on that side of it.

16 Q Now I brought up the name AR-15.com. It sounds
17 like I hit on the one -- on the big one. Were there other
18 websites prior to the acquisition that you can recall
19 promoting material or having or keeping track of -- and so
20 forth?

21 A Boy, that's -- AR-15.com is the primary because
22 it's specific to that style rifle, so I'm not aware of
23 other sites, but there may have been other sites, you know,
24 that Erik was tracking on or logging in and checking out
25 what conversations were going on.

C E R T I F I C A T E

I, Lisa S. Bishop, RPR, RMR, a Notary Public in
and for the State of Maine, hereby certify that the
within-named deponent was sworn to testify the truth, the
whole truth, and nothing but the truth, in the
aforementioned cause of action.

I further certify that this deposition was
stenographically reported by me and later reduced to print
through Computer-Aided Transcription, and the foregoing is
a full and true record of the testimony given by the
deponent.

I further certify that I am a disinterested
person in the event or outcome of the above-named cause of
action.

IN WITNESS WHEREOF, I subscribe my hand
this _____ day of _____, 2020.



Lisa S. Bishop, RPR, RMR, Notary Public

My Commission Expires: January 27, 2023

EXHIBIT L

ANNUAL REPORT

For the fiscal year-ended:

December 31, 2015



REMINGTON OUTDOOR COMPANY, INC.

(Exact name of company as specified in its charter)

Delaware

(State or other jurisdiction of incorporation or organization)

870 Remington Drive

P.O. Box 1776

Madison, North Carolina 27025-1776

(Address of principal executive offices) (Zip Code)

(336) 548-8700

(Company's telephone number, including area code)

defense and recent rises in demand brought about by regulatory and legislative concerns, these markets have grown over the past five years.

We believe our scale and product breadth are unmatched within our industry. We are one of only two major U.S. companies that manufacture both firearms and ammunition, which we believe provides a competitive advantage, supports our market leadership position and adds a recurring revenue component to our sales. We also believe that our portfolio of products is more diverse and expansive than those of other manufacturers of both firearms and ammunition based on the number of product categories in which we participate.

Our Defense Division is an active participant in the Law Enforcement, International Military, and U.S. Federal and Military markets for ammunition, shotgun, carbine, sniper rifle, and suppressor categories. We are one of the market leaders in the military sniper rifle and law enforcement shotgun markets and a major provider of service and training/duty use ammunition. Additionally, our work in shaping international requirements over the last 5 years resulted in contracts with the Republic of the Philippines for M4-type carbines that will support its domestic and regional security operations. We believe that our commitment to researching and developing creative new products with end user input, along with our commitment to providing the highest quality firearm solutions available for law enforcement and military customers provides an opportunity for attractive revenue diversification while reinforcing the strength of our brands with consumers.

By improving machinery and equipment in our manufacturing process and by leveraging new technologies, we believe that we can improve our quality and cost position. To that end, in 2015 we invested \$44.9 million in capital equipment for new product innovation and maintenance projects.

We currently manufacture our products in eight primary facilities with an aggregate 2.6 million square feet of manufacturing space, enabling us to deliver our products in the U.S. and globally to approximately 55 countries. The majority of our revenue is derived from three key firearms facilities in Ilion, New York, Huntsville, Alabama and Mayfield, Kentucky and our primary ammunition plant in Lonoke, Arkansas. We are continuously evaluating options to improve our competitive position in manufacturing through investments in equipment, facilities and best practices which also contribute to improvements in gross margin. In 2014, we undertook an expansion at our Lonoke ammunition factory. This production facility, which came on-line in the second half of 2014 and is fully operational, has significantly expanded our centerfire pistol and revolver ("P&R") ammunition capacity, enabling us to meet the industry-wide demand for these rounds. Our Huntsville facility became fully operational in 2015. In addition to capacity expansions to meet demand, our capital investment program is also key to our margin improvement initiative, as new and more efficient machines enable us to realize lower manufacturing costs.

Our History and Corporate Structure

Remington Outdoor Company is a holding company currently controlled by Cerberus Capital Management ("CCM"). Our predecessor company, Bushmaster Firearms International, LLC, was created in 2006 by CCM for the purpose of acquiring the business of Bushmaster Firearms, Inc., which subsequently merged with Remington Arms Company, Inc. on December 12, 2007, creating Freedom Group, Inc., which was subsequently renamed Remington Outdoor Company.

Our Market Opportunity

We compete in multiple marketplaces for firearms, ammunition and related accessories. End-user markets include U.S. and international consumers, such as sportsmen, hunters, recreational shooters, and individuals desiring personal protection, police departments, the U.S. Military and allied foreign governments. The total size of the domestic commercial market for firearms was approximately \$3.8 billion in 2014 according to Federal Excise Tax data. Through our broad portfolio of brands, we are active in many growth segments of the firearms industry, which helped us achieve the #1 market position in 2014 in many of the categories in which we compete. We are also a leading provider of ammunition, which had a total domestic commercial market of approximately \$2.7 billion in 2014, holding the #3 position overall in 2014. According to the National Shooting Sports Foundation ("NSSF"), domestic consumer long gun sales (based on Federal Excise Tax data) have grown at a 14.5% CAGR from 2010 through 2014 while handgun sales have grown at a 14.0% CAGR from 2010 through 2014. We believe we are the largest producer of commercial MSRs, a market that has grown at a 28% CAGR from 2010 through 2014. Further, the NSSF estimates that domestic consumer ammunition sales grew at a 15.9% CAGR from 2010 to 2014.

EXHIBIT M

Message

From: Eric Barnes [eric@broco.com]
Sent: 9/4/2007 6:50:25 PM
To: Trull, John [/O=REMINGTON/OU=REMARMS1/CN=RECIPIENTS/CN=TRULLJC]
CC: Russo, Alfred D. [/O=REMINGTON/OU=REMARMS1/CN=RECIPIENTS/CN=RUSSOAD]; Eric West [ewest@broco.com]
Subject: Re: Shooting wire[Scanned]

Thanks, John. Great input.

We've discussed a bit internally and really like the modularity aspect as well.

The following text is from the Guns and Ammo Metcalf article:

*Because of its modular design, an AR is very easy to "sporterize" at your home workbench. The range of available quick-install AR accessories is nearly infinite, including a wide variety of precision-adjustable metallic sights, a diversity of optical sight-mount options, many different designs of adjustable or fixed buttstocks and forends (handguards), and attachments for varied styles of carrying and/or shooting slings and bipods for long-range precision shooting. **A growing number of AR users are also taking advantage of the basic design to have different upper receivers in different chamberings and/or barrel lengths/weights made to attach to the same lower receiver (legally the serial-numbered actual "firearm"), making an AR nearly as versatile as a T/C Encore.***

Will any of the Remington models offer the ability to change chamberings? If so, it really beefs up the modular description.

Thanks.

Eric

On Sep 4, 2007, at 1:30 PM, Trull, John wrote:

FYI. AR article below. From my standpoint, I have built a couple of little lists of key words which consist of design characteristics as well as features, and a list of words to avoid.

Good Words

American
Light Weight
Air-Cooled
Magazine Fed
Repeating Rifle
Modular
Direct Gas Impingement

Words To Avoid

Assault
Weapon
Combat
Automatic

As Al and I discussed this morning, this is Remington's opportunity to legitimize the AR-15 system as a hunting product. There are so many negative associations with the guns and we believe that we need to determine how best to re-position the product in the market as a legitimate tool for hunters. We need to tell a story that focuses on the merits of the platform for hunting and shift focus away from negative connotations. There are a number of very great things about this platform for hunters. It is very efficient, accurate and is extremely easy to maintain due to its modular design characteristics. Ever try to get in and clean a Model 7400 or Model 750? It is a nightmare. Not to mention the fact that the AR platform was designed and built to withstand high round counts and take a tremendous amount of abuse without malfunctions. It is a tough and tenacious character designed to stand up to the harshest conditions. I really believe the modularity aspect of the gun is a pretty strong position to take and play up along with the robustness of the design.

John C. Trull
Director of Marketing - Firearms
Remington Arms Company, Inc.
P.O. Box 700
870 Remington Drive
Madison, NC 27025-0700
Phone: (336) 548-8737
Fax: (336) 548-7737
Mobile: (336) 209-4064
john.trull@remington.com
www.remington.com

From: Russo, Alfred D.
Sent: Wednesday, August 29, 2007 7:53 AM
To: Blackwell, Scott
Cc: Trull, John; Campbell, Don H.
Subject: Shooting wire

Wanted to make sure you all saw Jim's editorial from this mornings Shooting Wire.

Fodder for thought.

A Rose By Any Other Name

Last weekend, I was a guest on Tom Gresham's "Gun Talk" radio show. During that time, I was very impressed with a discussion topic that popped up during my time on the air.

The topic turned to AR-15 style rifles. More specifically, to how we have allowed the anti-firearms crowds to define the terms for those rifles.

"Assault rifle" is the one that's most frequently poked us in the eye. In a very ineffective counter-punch, we've called them "black rifles" and still allowed the dark purposes metaphor to pervade the terminology.

OK, it may have started life as a military rifle, but it has changed in civilian life.

Gresham's callers raised a couple very good suggestions for terms to use instead of AR-style. Their terms were positive - moving directly to the purposes this most-versatile firearm can serve, not its military beginnings.

The first term: "General Purpose Rifle" (GPR). I liked this one because it speaks to what the AR-platform has become. It really can serve virtually any purpose, from target shooting and "plinking" (another term I despise) to the big-bore long-range capabilities of the rifle when chambered for the calibers from .308 (AR-10s) to the emerging .338 Lapua and the big-daddy of them all, the .50-caliber BMG. From varmint control to self-defense and hunting, it can truly do the job.

The AR-rifle is a single platform that offers a lot of flexibility in a semi-automatic option. It can be equipped for virtually any job and in a huge variety of magazine capacities.

Bolt-actions have virtually the same capabilities - yet they are universally considered by the anti-crowd as "hunting rifles". This is despite the fact that they've been the weapon of choice for military and police tactical

marksmen (snipers) for decades - and came from military roots.

So, I'm thinking the GPR designation is appropriate for the AR-platform.

It is regularly used for everything from home defense to big-game hunting, and it's mission-capable in all those configurations.

In fact, the AR-platform is the "lever gun of our era."

But there was a second term suggested that also seems to have a lot going for it: "utility rifle."

That goes to the heart of the matter - the AR-platform is the utility option for today.

Like the lever actions that emerged from the 1800s and are still valued and useful today, the AR has evolved from its originally military beginning (name an innovative device in our society today didn't start as a military development) to become the rifle of choice for many.

Granted, lots of these shooters learned marksmanship in the military and have continued their shooting experience from there. Others have resumed it years later, but wanted a rifle with which they were familiar.

Enter the AR-platform. Like the tens of thousands of M-1 rifles many of our fathers "sporterized" after their military service, the AR is the rifle many middle-age and younger shooters know best.

Too often, we've often allowed the anti-gun spokespersons to define our terminology.

"Saturday Night Specials" broadened to include about any sort of small handgun that could be concealed. The term became the base from which many cities outlawed hand guns because they were "too small".

Likewise, "magnum" was turned against us by the groups that wanted to outlaw guns they thought were "too big."

If we start referring to our "General Purpose Rifles" or "Utility Rifles" or even our "General Purpose Utility Rifles" - we've blunted the inflammatory -and inaccurate term - "assault rifle." We've also spoken to the real uses of the rifle.

It may be too-late to turn the tide of public opinion in some areas; they're simply too-liberal (actually too-close minded) to consider the fact that maybe their opinions were founded on biased descriptions and "loaded" terminology.

For the larger part of the country, however, it may be possible to more accurately describe the rifle by its capabilities, rather than it's genealogy or magazine capacities.

We'd like to know what you think .

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Send me your suggestions at jim@theoutdoorwire.com .

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-Jim Shepherd

Al Russo

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870 Remington Dr

P. O. Box 700

Madison, NC 27025-0700

336-548-8572 Voice

336-548-7772 Fax

Message was spam and virus filtered by Vircom Modusgate appliance

Eric Barnes
Sr. Vice President
Brothers & Co.
4860 S. Lewis
Tulsa, OK 74105
918 743 8822

EXHIBIT N

Message

From: Russo, Alfred D. [/O=REMINGTON/OU=REMARMS1/CN=RECIPIENTS/CN=RUSSOAD]
Sent: 9/4/2007 6:54:01 PM
To: Trull, John [/O=REMINGTON/OU=REMARMS1/CN=RECIPIENTS/CN=Trulljc]; Eric Barnes (eric@broco.com) [eric@broco.com]
CC: Eric Barnes [eric@broco.com]
Subject: RE: Shooting wire

This is a Semi Auto (Action Type)
Field strippable and cleanable
Easily accessorized and customized
Like a shot gun has interchangeable barrels and maybe calibers in the near future
Ability to change depending on the game (species) you are hunting. Varmint, predator, small game, Hog, deer

9 pounds is not light weight be carefull! Ok some are light weight

I like Modular Semi Auto (MSA) Flexible Semi Auto (FSA)

Al Russo
336-548-8572 Voice
336-548-7772 Fax

From: Trull, John
Sent: Tuesday, September 04, 2007 2:30 PM
To: Eric Barnes (eric@broco.com)
Cc: Russo, Alfred D.
Subject: FW: Shooting wire

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Cc: Trull, John; Campbell, Don H.
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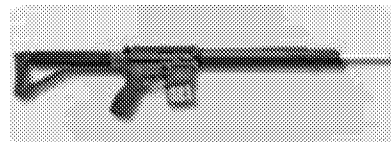
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-Jim Shepherd

Al Russo
Remington Arms Co Inc
870 Remington Dr
P. O. Box 700
Madison, NC 27025-0700
336-548-8572 Voice
336-548-7772 Fax

EXHIBIT O

**[Redacted Pursuant to
Protective Order]**

EXHIBIT P

**Planning Meeting Recap
Freedom Group and Brothers & Co.
10.14.09**

10/14 LOCATION: YO Ranch Hotel, Kerrville, TX
ATTENDEES: FGI: Marc Hill, Roy Gifford, John Trull, Tom Scott
Brothers: Eric Barnes, Eric West, Theresa Sindelar

2010 Media Planning

Discussed 2010 media planning parameters for all brands (Remington, Marlin, H&R/NEF, Bushmaster and Dakota Arms).

- **Media Mix**
 - Reviewed overall media mix and agreed in principal to the approach, with the caveat that buckets may shift based on needs for the individual campaigns.
- **Campaign/product priorities**
 - Established initial planning budgets by brand & product. Overall number subject to change upon final approval of marketing budget, but allocations to each brand/product to remain proportionate to current outline. (See separate document initial budget parameters.)
 - Highlights from each brand discussion follow:
 - **Remington**
Identified areas of focus across firearms and ammunition product lines.
 - Tom Scott to confirm whether or not Core-Lokt Ultra Bonded AND Core-Lokt will be supported, or only Core-Lokt. The go forward strategy for Premier ammunition will be a driving factor.
 - Where applicable to support the ammunition campaigns, full-page firearm ad placements to include third-page vertical ammunition ad on opposing page.
 - **Marlin Campaign Focus**
Identified the following as areas of focus. Need to explore options for inclusion of the 336 within this approach.
 - "Big loop" rifles
 - Model 308/338 rifles
 - Model XL7 rifles (need to explore ideas to insure this product is positioned against Savage as opposed to the 770)

- **H&R & NEF**
 - Currently no allocation to support NEF in 2010.
 - NEF Pardner semi-auto and pump moved to H&R (Sportsman line)
 - H&R dollars reduced to \$25k each for shotguns and rifles. Predominantly web exposure with sales driven value message.
- **Dakota Arms**
 - Primary message centered around health of the company and continued quality of products.
 - FGI to run current 60k snail mail list through Info USA in an attempt to convert to email. Utilize emails gained to assure prior customers of the brand's solid foundation.
- **SHOT Show Media**
 - Confirmed immediate insertions for SHOT Tracker et al will be utilized for support of the 887.
 - Beyond previously committed insertions, no additional SHOT advertising planned at this time. Potentially add SHOT Daily insertions pending timing of 1911 and HyperSonic Steel launches.
- **2010 Turkey Media Plan**

Discussed overall print ad plan for Turkey products. Agreed to reduce spend to \$25k for ammunition and firearms collectively. Run one combo ad in vertical turkey publications only.

Action Items:

- 10/29/09 – Broco to provide updated ad layouts
- **2010 TV Sponsorships**
 - Discussed 2010 commitments. Final price negotiations in process for two shows. The targeted all-in TV number is \$750k.
- **Sponsorship Proposals**
 - Discussed Chasing Trophy Whitetails, NWTF and DU sponsorship proposals. Agency to review media value of proposals and recommend next steps.

Action Items:

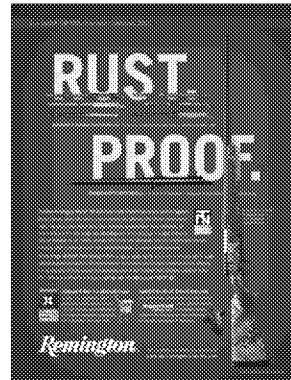
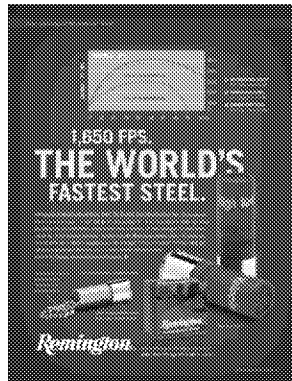
- 10/19/09 – FGI to confirm Core-Lokt and Premier ammunition campaign budgets
- 10/23/09 – Broco to provide timeline for first draft media plan based on the agreed parameters.
- 10/23/09 – Broco to provide feedback on Chasing Trophy

Whitetails, NWTF and DU sponsorship proposals

2010 Remington Campaign Direction

Reviewed Remington print campaign concepts for 2010.

- Confirmed ad campaign look (see below)



▪ **Specific comments on ads for 2010:**

- Each is to include defensible, visually demonstrable *Reason(s) to Buy*, for example:
 - Graphs/charts proving superior performance
 - Photography that clearly communicates a competitive advantage (i.e. rust vs. no rust, accuracy, etc.
 - Product comparison charts with a list of benefits 'checked' for our brand and not for the competition.
- Per above, include ammunition in firearms advertising wherever feasible.
- Once direction finalized, incorporate brand tagline

Action Items:

- Broco to provide creative brief templates for completion by the product teams for each ad to be developed for 2010.
- Upon receipt of input, develop ads for each of the products to be ready for rollout to the sales team at the SHOT Show sales meeting.

▪ **Remington 2010 Catalog**

- Confirmed approach for full size catalog:
 - Replace select photos to reflect participation in activities beyond hunting.
 - For key products, and where a full blown redesign of a spread isn't required to do so, include graphic representations of the *Reason(s) to Buy*.
 - *Update each spread as needed for accuracy.*
 - *Incorporate new products at the front of the catalog*
- Confirmed approach for reduced size catalog:
 - Utilize horizontal presentation of ballistics charts
 - Reduce amount of columns in firearms specification charts to allow a vertical presentation, thus minimizing the number of pages required. Add pages as needed for inclusion of these reduced size charts.

Action Items:

- Broco to provide paginations for both catalogs based on new products (full lists provided in writer presentations on thumb drive) and discontinued lists (provided by John and Tom during our meeting).
- Broco to begin layout changes on large catalog and fast track in order to maintain key milestones on production timeline.
- Broco to provide final printing estimates based on quantities provided and possible new page count

▪ **Wingmaster HD**

- **Discussed need for ideas to drive demand for Wingmaster HD**
 - Brothers & Co. to provide a laundry list of ideas to increase demand for Wingmaster HD, including short- (2009) and long-term (2010 and beyond) solutions.

▪ **Home Defense**

- Explore strategies to reach women, elderly, and others who may be ready/willing to buy guns/ammunition for home defense but are intimidated by the fact they have no idea where to start.
 - Brothers & Co. to provide recommendations for next steps

▪ **Bushmaster Maxim Ad**

- Revise ad to include a call to action (go to url for a chance to win a free gun). Completed and trafficked, 10/15.
- Develop landing page and supporting content for above. For 10/20, establish simple landing page to pay off the current ad.
- Soon after, incorporate full blown 'man card' concepts.
- Brothers & Co. to provide layout for landing page and concepts for phase two 'man card' promotion.

▪ **Future Product Launch Plans**

- Establish benchmarks for launch exposure levels, start with a full analysis of the efforts surrounding the 887 launch.
- Confirm timelines of consumer purchases and type of consumer
- Tie in mobile events/calendar

Additional Topics

▪ **Outdoor Wire**

- Run test banner on Outdoor Wire to help confirm numbers

▪ **Online Video Project**

- Adjust front-end timeline
 - Product managers to provide feedback week of 11/9

▪ **In-Pack Ammunition Cross Sell**

- Brothers to proceed with revising layouts without rebate offer
 - Prepare and implement Remington, Marlin & H&R, hold on Bushmaster and DPMS for segmentation data.
- Remove Ted Torbeck's name from congratulations card.

Action Items:

- 10/22/09 – Broco to provide revised In-pack layouts per above
- 10/27/09 – Broco to provide web banner promotion layout concepts for Outdoor Wire

EXHIBIT Q

CONSIDER YOUR MAN CARD REISSUED.



BUSHMASTER.COM

SIGN UP FOR UPDATES

FIRST NAME

LAST NAME

EMAIL ADDRESS

SUBMIT

[FIND A DEALER](#) | [VISIT BUSHMASTER.COM](#)



DOWNLOAD A DESKTOP

1024 X 768

1280 X 1024

1600 X 1200



If it's good enough for the military, it's good enough for you. Bushmaster. The world's finest commercial AR-platform rifle.

REM 00750

EXHIBIT R

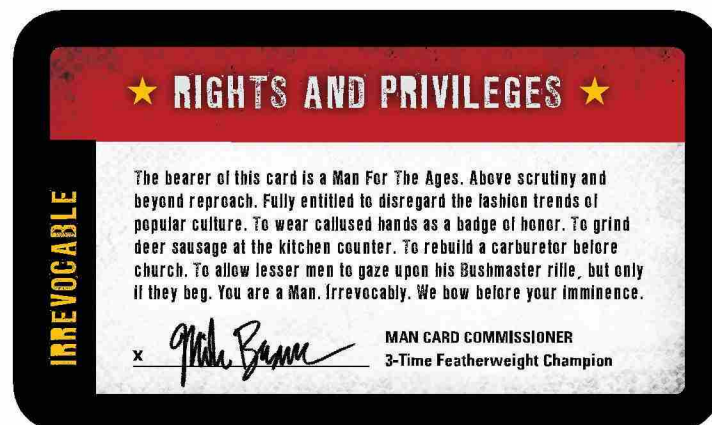
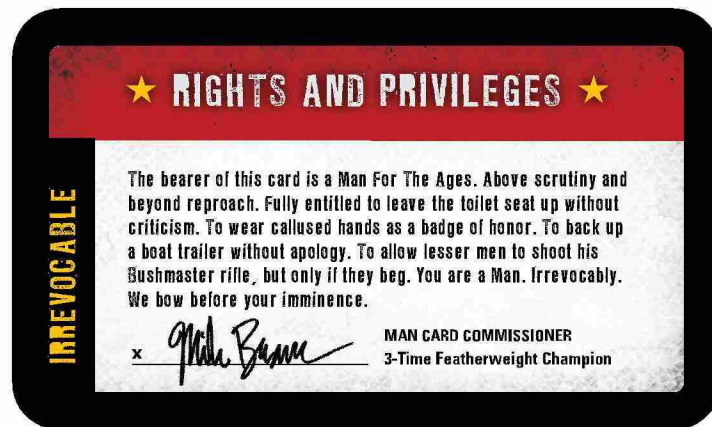


EXHIBIT S

This document has been produced in native format

Intermedia - 2009 Ad Spending					
Remington	Brand	Product	Qty.	Ad Unit	Total \$
Game & Fish	Remington	M700	2	Full Pg 4C	\$32,054
	Remington	M887	2	Full Pg 4C	\$32,054
	Remington Ammo	Slug	2	1/2 Pg 4C	\$20,446
Game & Fish South	Remington Ammo	Turkey HD	1	1/2 Pg 4C	\$5,249
Gun Dog	Remington Ammo	Steel Shot	2	1/2 Pg 4C	\$4,040
	Remington	Model 105	2	Full Pg 4C	\$6,243
Guns & Ammo	Remington Ammo	Steel Shot	1	1/2 Pg 4C	\$13,540
North American Whitetail	Remington Ammo	Slug	2	1/2 Pg 4C	\$6,160
	Remington Ammo	Core-Lokt	2	1/2 Pg 4C	\$6,160
	Remington	M700	2	Full Pg 4C	\$9,150
	Remington	30 Rem	2	Full Pg 4C	\$9,150
Petersen's Hunting	Remington Ammo	Slug	1	1/2 Pg 4C	\$10,608
	Remington Ammo	Copper	2	1/2 Pg 4C	\$21,216
RifleShooter	Remington Ammo	CLUB	2	1/2 Pg 4C	\$4,324
	Remington	M700V	2	Full Pg 4C	\$6,468
	Remington Ammo	Accutip V	3	1/2 Pg 4C	\$6,486
Wildfowl	Remington Ammo	Steel Shot	2	1/2 Pg 4C	\$3,664
					\$197,012

Marlin	Product	Product	Qty.	Size	Total \$
Game & Fish	H&R	Rifle	2	1/2 Pg 4C	\$20,446
	H&R	Shotgun	2	1/2 Pg 4C	\$20,446
Game & Fish South	Marlin	Centerfire	2	1/2 Pg 4C	\$10,498
North American Whitetail	H&R	Rifle	2	Full Pg 4C	\$9,150
	Marlin	Centerfire	2	Full Pg 4C	\$9,150
Petersen's Hunting	Marlin	Big Bore	2	Full Pg 4C	\$32,658
RifleShooter	Marlin	338 Series	1	Full Pg 4C	\$3,324
Shooting Times	Marlin	Rimfire	2	1/2 Pg 4C	\$13,118
					\$118,790
Total Print					\$315,802

Intermedia TV		
Petersen's Hunting	\$78,000	\$78,000
Sportsman Channel - Monday night	\$94,129	\$94,120
Total TV		\$172,120

Intermedia Online	\$0
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GRAND TOTAL	\$487,922
--------------------	------------------

Intermedia - Projected 2010 Ad Spending					
Remington/Bushmaster	Brand	Product	Qty.	Ad Unit	Total \$
Game & Fish	Remington	R-15	1	Full Pg 4C	\$ 16,027
Gun Dog	Remington Ammo	VersaMax	2	Full Pg 4C	\$ 6,243
Guns & Ammo	Remington Ammo	Home Defense	0	Full Pg 4C	\$ -
	Remington	Model 1911	1	Full Pg 4C	\$ 20,322
Handguns	Remington	Model 1911	1	Full Pg 4C	\$ 6,766
North American Whitetail	Remington Ammo	Core-Lokt	2	Full Pg 4C	\$ 9,150
	Remington	M700	2	Full Pg 4C	\$ 9,150
Petersen's Hunting	Remington Ammo	Core-Lokt	2	Full Pg 4C	\$ 18,690
Shooting Times	Remington	R-15	1	Full Pg 4C	\$ 9,051
	Remington Ammo	Home Defense	0	Full Pg 4C	\$ -
	Bushmaster	ACR	1	Full Pg 4C	\$ 9,051
	Man Card	plus bonus	1	1/3 Pg 4C	\$ -
RifleShooter	Remington Ammo	Home Defense	0	Full Pg 4C	\$ -
	Bushmaster	ACR	1	Full Pg 4C	\$ 3,324
	ManCard	plus bonus	1	1/3 Pg 4C	\$ -
Wildfowl	Remington Ammo	VersaMax	2	Full Pg 4C	\$ 3,664
SIPs:					
G&A Handguns	Remington	Model 1911	1	Full Pg 4C	\$ 2,756
AR-15	Bushmaster	ACR	1	Full Pg 4C	\$ 2,756
	Man Card	plus bonus	1	1/3 Pg 4C	\$ -
G&A Annual	Bushmaster	ACR	1	Full Pg 4C	\$ 8,100
	Cover 4, front cover	with edit			
					\$ 125,050

Marlin	Brand	Product	Qty.	Size	Total \$
Game & Fish	Marlin	X7	2	Full Pg 4C	\$ 32,054
North American Whitetail	Marlin	Big Loop	2	Full Pg 4C	\$ 9,150
	Marlin	X7	3	Full Pg 4C	\$ 13,725
RifleShooter	Marlin	Rimfire	2	Full Pg 4C	\$ 3,324
Shooting Times	Marlin	Rimfire	2	Full Pg 4C	\$ 13,118
					\$ 71,371
Total Print					\$ 196,421

Intermedia TV		
Modern Rifle Adventures		\$105,000
Total TV	\$35K DPMS	\$105,000

Intermedia Online	Allocated	\$80,000
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GRAND TOTAL	\$381,421
--------------------	------------------

Key:
Red = campaigns on hold

Shaded = booked

Notes

est. only - new circu and pricing with May redesign

includes front cover photo, image and edit

EXHIBIT T

**[Redacted Pursuant to
Protective Order]**

EXHIBIT U

B U S H M A S T E R A C R
L A U N C H

November 30, 2009



OVERVIEW

To support the launch of the Bushmaster ACR, several elements are being suggested to both promote the introduction at the 2010 SHOT Show, as well as drive demand once the product is available commercially. As we proceeded with this effort, a key critical assumption included the position that the current 2010 media budget would be utilized to support both the SHOT Show efforts as well as post-SHOT media. With that, we have approached this plan with a sense of balance in mind; a balance that provides support on the front end of the launch, while maintaining adequate resources to drive demand through the remainder of 2010.

2010 SHOT Show Elements

The below SHOT Show opportunities are presented in order of significance, with the most significant opportunity listed first. Collectively, these will expose the Bushmaster ACR to a broad cross-section of show visitors, with additional emphasis being placed on the LE and tactical segment.

New Product Center Sponsorship – Title Sponsor

\$16,500

Exclusive sponsorship of the New Product Center provides for a dominant presence in a high traffic area. Positions the Bushmaster ACR as THE new product of the show.

Key elements include:

- Title sponsor listed in all pre-show communications
- Two dealer targeted e-newsletters – 20,000+ (each) pre-registered attendees
- Web banner placement on Shotshow.org
 - Recognition within virtual new product center
- Full BW ad in New Product Center Directory
- Front cover of New Product Directory
- Welcome letter from BFI included in directory
- Center stage product display
 - Includes 6' glass display with a max of 6 products
- New Product Center Signage (**Appendix A**)
 - BFI ACR name on 24' by 2'6" entrance banner
 - Two single-sided panels flanking the entrance
 - Video presentation on plasma screen at the entrance
 - Show 3D ACR Function Video

Sponsorship being reserved until Tuesday, December 1, 2009

Deliverables

- Banner graphics – 12.9.09

- Video / VO – 1.5.10
- E-blast content – 12.10.09
- Welcome letter – 12.9.09
- Front Cover – 12.9.09
- Full page ad – 12.9.09 **(Appendix B)**

SHOT Business

\$3,583

- Participate with full backcover ad in January (SHOT) issue
 - Reach = 22,000
 - Deadline for submission – December 14th

Deliverables

- Print ad (final) – 12.1.09

SHOT Show Dailies

\$7,000

- Participate with 4-color/ full page ad in each of the four Dailies (Buy 3, get 4th free)
 - Reach = 22,000 / day (est.)
 - Deadline for submission – December 14th

Deliverables

- Print ad (final) – 12.11.09

LE Educational Class Sponsorship – “Active Shooter Response”

\$8,000

Exclusive sponsorship of one of six classes dedicated to LE during the Monday before the show. This presents an opportunity to promote the ACR directly to the LE segment.

Key elements include:

- Opportunity to have a BFI speaker
- Large logo / recognition as overall sponsor on all materials and signage
- Large logo / recognition in Seminar Sponsor thank you ad in January issue of Law Officer
- Logo / recognition in LE Education Program section of January Law Officer, featuring stories and highlights on SHOT and speakers
- Inclusion in two Booth Traffic Builder e-blasts. Includes logo, photo, and 50 words (top position). Distribution list includes 33,000 Law Officer list and approximately 4,100 SHOT Show LE emails

- Logo / Booth number and recognition as Program sponsor included in 2 Program e-newsletter. Same distribution as above.

Deliverables

- Bushmaster ACR Logo – 12.10.09 **(Appendix C)**
- Speaker Schedule – details TBD

NW Sportsman – SHOT Show Issue

\$5,500

NW Sportsman is not a great editorial match for the Bushmaster ACR; however, we currently have the backcover reserved and they have an additional SHOT show distribution of 7,000 plus their average consumer distribution of 41,000.

- Back cover Bushmaster Ad
- Reach = 7,000+ - primarily hotel room drop-bags
- Deadline for submission – 12.18.09

Deliverables

- Print ad (final) – 12.11.09

LE / Tactical Banner Presence

\$7,500 - \$21,000

The Bushmaster booth is currently located within the trade floor area reserved for Firearms and Ammunition manufacturers. Ideally, the Bushmaster ACR would have a presence within the floor area reserved for LE and Tactical product displays as well. The below meter board (banner) options would provide such a presence.

3 Meter Panels = \$7,500

5 Meter Panels = \$11,500

10 Meter Panels = \$21,000

Deliverables

- Banner art = 12.9.09

McCarran International Airport

TBD

There are extensive opportunities within the airport baggage claim and concourse areas to promote the launch of the Bushmaster ACR. Those opportunities include:

- Column banners – 4'x10' and 4'x20'

- Video displays - :30 second spots (30 minute loop)
- Free-standing exit signs
- Wall signs – 6'x6'
- Rotunda signs
- Backlit banner – 30'x6'
- Backlit banner – 20'x5'
- Two-sided carousel banner

Should there be interest in advertising at this venue, a comprehensive approach can be provided by EOD Wednesday, December 2, 2009.

TOTAL SHOT SHOW MEDIA / SPONSORSHIP SPEND

Low End (New Products Center, LE Class Sponsor, SHOT Dailies / Business, NW Sportsman) = \$40,583 (20% of overall budget)

High End (All of the above less airport signage) = \$61,583 (30% of overall budget)

BFI ACR Launch Kit

Binder / Brochure

- ACR history
- Product capabilities
- Features / Benefits

Mini-DVD

- Video – 3D adaptability
- PDF – Brochure and print ads
- JPG – wallpaper art
- PDF – 2010 ACR Parts catalog
- PDF – Disassembly, assembly, functions check

Deliverables

- All elements (final) – 1.11.10

E-Newsletter

An e-newsletter blast should be sent to both the consumer advisory board (1200+), as well as the general BFI e-mail list announcing the pending introduction of the Bushmaster ACR. A call to action should be included to drive members to purchase a new gun – potentially giving them first access to this model via a pre-sell promotion.

Post SHOT Show Approach

Print

Print placements would be targeted primarily to the LE segment and crossover pubs with the thought that commercial shooters will associate with this segment and aspire to own an ACR in part as a result of the relationship with the LE community.

Deliverable

- Full page / 4-color ad (final) – 1.10.10

Web – LE Component

Reinforce print media with banner ad placements on endemic websites. These banner ads would link back to the ACR product page on the Bushmaster website.

Deliverable

- Banner ad – 12.15.09

Web – Commercial Component

Commercial banner ads with attitudinal message yet product focused. Embed the Man Card theme.

Deliverables

- Banner ad – 12.15.09

Please see separate media plan for detail.

Web – Bushmaster.com

- Develop ACR specific product page within Bushmaster.com where all LE targeted print and web ads will be directed.
 - Include 3D video demonstrating adaptability of ACR platform
 - Include endurance test graphics
 - Provide a link to the ACR Parts store
- Develop a home page takeover flash ad boldly announcing the arrival of the new Bushmaster ACR

E-Newsletter

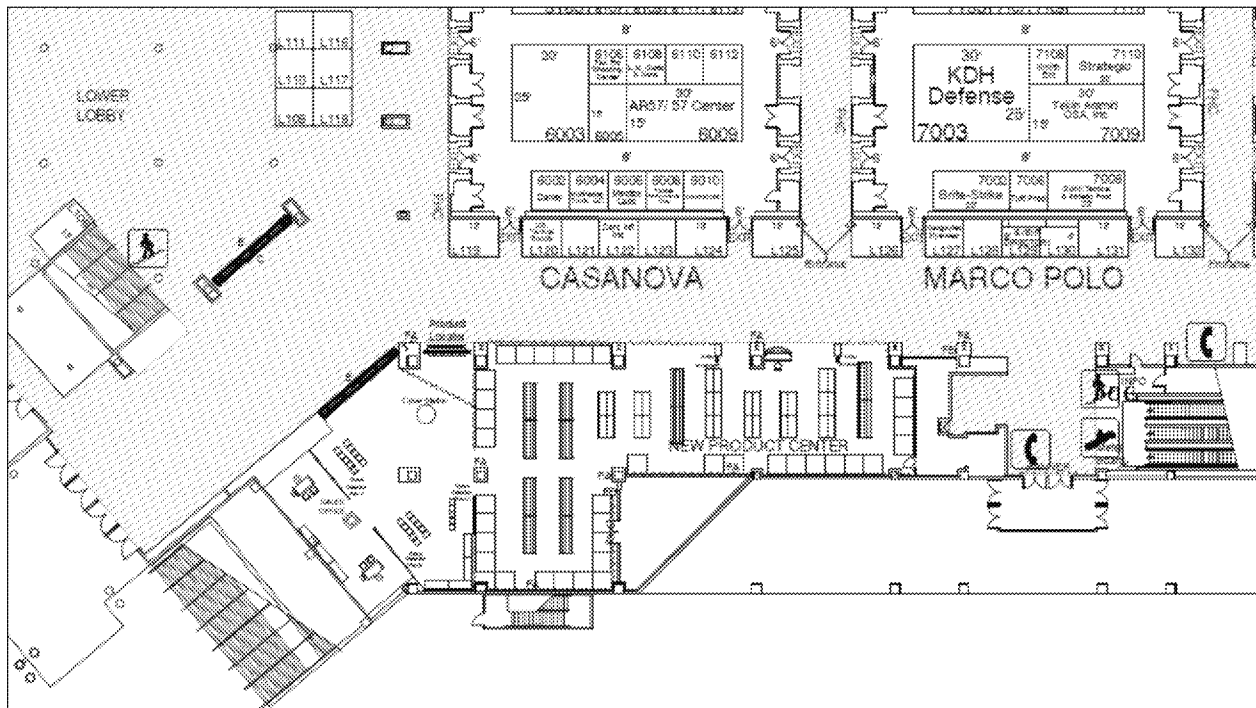
An e-newsletter blast should be sent to both the consumer advisory board (1200+), as well as the general BFI e-mail list announcing the pending introduction of the Bushmaster ACR. A call to action should be included to drive members to purchase a new gun – potentially giving them first access to this model via a pre-sell promotion.

Man Card Campaign

The Man Card campaign will be incorporated predominantly in association with the Bushmaster family, targeting commercial shooters as well as non-endemic consumers. The campaign will utilize web resources primarily while exploiting print and trade opportunities when available. Specifically, the following elements are being considered in support of the campaign:

- “Official” Man Cards to be handed out from the Bushmaster booth during the 2010 SHOT Show.
 - These cards can/should be autographed by the UFC fighter within the booth.
- Create a dedicated Man Card landing page or micro-site within Bushmaster.com
 - Enable participants to revoke individual Man Cards based on the witnessing of behavior not deemed “manly”.
 - Enable those who have had cards revoked the opportunity to have their cards resubmitted through various means:
 - Must pass a Man Card quiz.
 - Provide detailed explanation (excuse) for actions. The explanation would be subject to a vote by visitors to determine whether the individual has his card validated.

APPENDIX A – New Product Center



APPENDIX B – Full-page ad concepts

BUSHMASTER | ACR SYSTEM



CLEAN THE CRACK HOUSE.



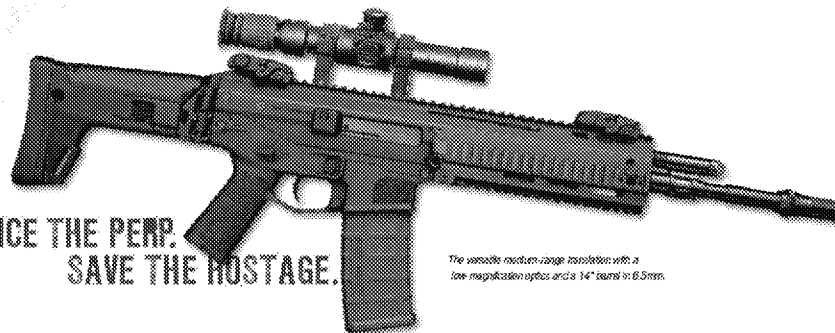
A close-quarters option in 6.58mm chambering with a red-dot illuminated sight, 10 1/4" barrel in and back in the loaded position.

NEUTRALIZE THE ROOFTOP.



Configured as a designated marksman platform with stock in extended position, 18" barrel in 8.6mm and high-magnification optics.

ICE THE PENP.
SAVE THE HOSTAGE.



The versatile medium-range configuration with a low-magnification optics and a 14" barrel in 6.5mm.

The world's most adaptive modular rifle. The Bushmaster ACR

(Adaptive Combat Rifle) System.

Utam wisi enim ad minim veniam, quis nostrud exerci tation ullamcorper suscipit lobortis nisl ut aliquip ex ea commodo conse quat. Duis autem vel eum irure dolor in hendrent in v ad minim veniam, quis nostrud exerci tation ullamcorper suscipit lobortis nisl ut aliquip ex ea commodo conse quat. Utam wisi enim ad minim veniam, quis nostrud exerci tation ullamcorper suscipit lobortis nisl ut aliquip ex ea commodo conse quat.



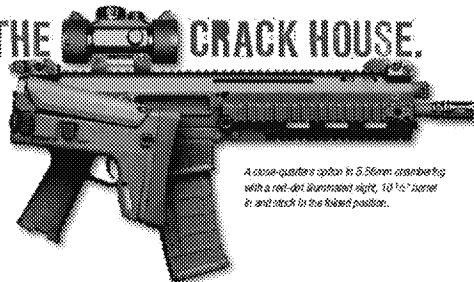
BUSHMASTER.COM



BUSHMASTER
ACR SYSTEM



CLEAN THE CRACK HOUSE.



A close-quarters option in 5.56mm chambering with a red-dot illuminated sight, 10 1/2" barrel in and sticks in the folded position.

NEUTRALIZE THE ROOFTOP.



Excellent as a designated marksman platform with stock in extended position, an 18" barrel in 6.8mm and high-magnification optics.

ICE THE PERP. SAVE THE HOSTAGE.



The versatile medium-range configuration with a 4x-magnification optic and a 14" barrel in 6.5mm.

The world's most adaptive modular rifle. The Bushmaster ACR (Adaptive Combat Rifle) System.

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BUSHMASTER.COM

A SHAPE SHIFTER. A FORCE MULTIPLIER. A GAME CHANGER. IT'S GOING TO BE A BUSY DAY IN HELL.

The world's most adaptive modular rifle. The Bushmaster ACR (Adaptive Combat Rifle) System. *Utam wisi enim ad minim veniam, quis nostrud exerci tation ullamcorper suscipit lobortis nisl ut aliquip ex ea commodo conse quat. Duis eum vel eum hure dolor in hendrerit in v ad minim veniam, quis nostrud exerci tation ullamcorper suscip utate velit esse mol restie consequat, vel illum dolore eu feugiat nulla facilisis at vero eros et accidrit in vulp utate velit eoda conse quat. Duis autem vel eum hure dolor in hendrerit in v ad minim variam, quis nostrud exerci tation ullamcorper suscip utate velit esse mol restie consequat, vel illum dolore eu feugiat nulla facilisis at vero eros et accidrit in vulp utate velit esse mol.*

BUSHMASTER ACR SYSTEM **A-C-R**

All major components are easily configurable to user preference. The fully-modular barrels, stock, and bolt are all interchangeable in less than 2 minutes, without the use of tools. As your mission evolves, so can your Bushmaster ACR.

15" DMR

14.5" Carbine

10.5" with stock folded

10.5" with stock extended

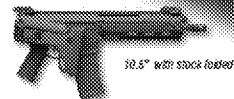
BUSHMASTER FIREARMS

BUSHMASTER.COM

MADE IN USA

System. *Utum nisi enim ad mirum veniam, quis nostrum exerci tation ullamcorper suscipit lobortis nisi ut aliquip ex ea commodo conse quat. Duis autem vel eum irure dolor in hendrerit in v ad mirum veniam, quis nostrum exerci tation ullamcorper suscip utate velit esse nisi reeie consequat, vel illum dolore eu feugiat nulla facilisis at vero eros et accidrit in vulp utate velit eodo conse quat. Duis autem vel eum irure dolor in hendrerit in v ad mirum veniam, quis nostrum exerci tation ullamcorper suscip utate velit esse mol reeie consequat, vel illum dolore eu feugiat nulla facilisis at vero eros et accidrit in vulp utate velit esse sse.*

All major components are easily configurable to user preference. The fully-modular design, stock, and bolt are all interchangeable in less than 2 minutes, without the use of tools. As your mission evolves, so can your Stormmaster ACP.



A SHAPE SHIFTER. A FORCE MULTIPLIER. A GAME CHANGER. IT'S GOING TO BE A BUSY DAY IN HELL.

The world's most adaptive modular rifle. The Bushmaster ACR (Adaptive Combat Rifle) System. *Utem wisi enim ad minim veniam, quis nostrud exerci tation ullamcorper suscipit lobortis nisl ut aliquip ex ea commodo conse quat. Duis autem vel eum iriure dolor in hendrerit in v ad minim veniam, quis nostrud exerci tation ullamcorper suscipit lobortis nisl ut aliquip ex ea commodo conse quat. Duis autem vel eum iriure dolor in hendrerit in v ad minim veniam, quis nostrud exerci tation ullamcorper suscipit lobortis nisl ut aliquip ex ea commodo conse quat.*

All major components are easily configurable to user preference. The fully-modular barrels, stock, and butt are all interchangeable in less than two minutes.

Just a few of the AK configurations the Bushmaster ACR System can be quickly converted to, in the field and without tools.



*Omni dolo hui
norpsum kaptul officin volu
stamenis duibus norisgummatul.*

BUSHMASTER | **ACR**
ACR SYSTEM

BUSHMASTER.COM



APPENDIX C – ACR Logo concepts



Busbmastet ACR[SHAPE *MERGEFORMAT]

[PAGE]

EXHIBIT V

Message

From: Russo, Alfred D. [/O=REMINGTON/OU=REMARMS1/CN=RECIPIENTS/CN=RUSROAD]
Sent: 5/21/2009 6:06:44 PM
To: Theresa Sindelar [tsindelar@broco.com]; 'Eric Barnes' [eric@broco.com]
CC: McNeely, Holly [/O=REMINGTON/OU=REMARMS1/cn=Recipients/cn=mcneelyhj]; Cadigan, Kevin [/O=REMINGTON/OU=EXCHANGE ADMINISTRATIVE GROUP (FYDIBOHF23SPDLT)/CN=RECIPIENTS/CN=Cadigankj]; Hill, Marc [/O=REMINGTON/OU=EXCHANGE ADMINISTRATIVE GROUP (FYDIBOHF23SPDLT)/CN=RECIPIENTS/CN=Hillma]; Powell, Linda [/O=REMINGTON/OU=REMARMS1/cn=Recipients/cn=powelllb]
Subject: FW: The Hunter
Attachments: Sponsor Presentation.pptx

Folks,

Before I make any overtures to these folks I would like your thoughts.

I might consider a flat fee sponsorship to them with a tie to our site. Pay by click for this type advertising via the web can mount up quick.

I might propose an outright buy and partner with them on a royalty bases.

Your thoughts.

Al Russo
336-548-8572 Voice
336-548-7772 Fax

From: Lori Perril [mailto:lorip@emotegames.co.uk]
Sent: Monday, May 18, 2009 8:33 AM
To: Russo, Alfred D.
Subject: The Hunter

Hi Al,

Linda Powell passed me your details. I have been speaking to her about The Hunter, www.thehunter.com, a revolutionary FREE to play online hunting simulation game that unites traditional gaming and social networking among the players. theHunter is being developed for networked games consoles through a joint venture with acclaimed developer Avalanche Studios, the award winning developer of Just Cause.

Emote Games is an online digital games developer and publishing company that specializes in the financing and production of cross-platform games and interactive entertainment to exploit emergent digital sales channels across all formats. Our games are designed to be fully cross platform and are primarily focused on connected consoles, Web 2.0, mobile devices and cross-platform propositions that integrate two or more of these formats. We have developed technology to assist the deployment of games to digital channels and to exploit opportunities for social arbitrage within gamer communities.

Once you download the game client you will find a visually stunning hunting world, populated with a huge range of highly realistic animals, from small game and birds to heavy weight trophy targets like bear, deer and elk. The Hunter isn't just about hunting; it's also about the community. Using a social networking engine, players can interact through a web technology based interface with a network of thousands of other people playing the game at the same time. You can make new friends, form groups, create rivalries, take part in competitions and tournaments against people, or work with other players to complete exciting challenges.

The hunting experience at www.thehunter.com offers a rich, high end environment, something that hasn't been seen before in this area. We would welcome the opportunity to discuss the many options available to you in reaching your market demographic and target audience, through online advertising, community activity and sponsorship.

We would really like to discuss getting your products featured in the game and for you to allow us to get involved with your marketing efforts in the US. To that end, we have put together a promotional program combining the elements from the game with your own product and product messages. These opportunities include, but are not limited to:

- **Product Placement:** Placement of your product in the game for people to use in-game will allow you to reach millions of new potential customers with your products
- **Banners:** Banner advertising to lead people to your site
- **In-Game Characters:** Your own spokesman in the game broadcasting your messages and promotions.
- **Shop:** The ability to have your own shop or portion of a shop in-game
- **Events & Missions:** The ability to host or sponsor events or missions either as a market awareness program or as an infomercial, whereby to complete the exercise the user will need to utilize one of your products.
- **2 Way Links:** Links from your product in-game back to your own website.
- **Mailing Groups:** Your own communication channel to your market within the game.
- **Detailed Analytics:** A detailed report on the game, its usage, the effectiveness of each campaign and on the behavior of the users.

Attached is a Sponsorship Presentation. I would love the opportunity to explain this in more detail. To that end, I would like to suggest a call later in the week or early next week? Please let me know your availability and I will look forward to speaking to you soon.

Kind Regards,
Lori

--

Lori Perril
Business Development Executive
Emote Games Ltd.
Wimbledon Bridge House
1 Hartfield Road
Wimbledon, London, UK
SW19 3RU

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917 270 7793 (US)
(w) www.emotegames.co.uk

Emote Games Ltd. is a company registered in England and Wales No. 05504381. Registered office: Wimbledon Bridge House, 1 Hartfield Rd, Wimbledon, London SW19 3RU <http://www.emotegames.co.uk>

EXHIBIT W

Message

From: Eric Barnes [eric@broco.com]
Sent: 3/9/2009 4:13:31 PM
To: Schauble, Jason [/O=REMINGTON/OU=EXCHANGE ADMINISTRATIVE GROUP (FYDIBOHF23SPDLT)/CN=RECIPIENTS/CN=Schaublejp]
CC: Russo, Alfred D. [/O=REMINGTON/OU=REMARMMS1/cn=Recipients/cn=RUSSOAD]; Hill, Marc [/O=REMINGTON/OU=EXCHANGE ADMINISTRATIVE GROUP (FYDIBOHF23SPDLT)/CN=RECIPIENTS/CN=Hillma]; Eric West [ewest@broco.com]
Subject: Re: Military brochure PDF
Attachments: 09REM4954_FreedomGroup_Military_4Panel_REV4.pdf; ATT00001.htm

Jason,

See enclosed for the revised 4 page mil version.

A few items to note:

1. There are two options for bringing the "We are..." copy to the front cover.
2. In order to make the "Current Performance" product information fit, we had to do quite a bit of copy cutting, please advise if you'd like to make any changes to the way we edited the copy.
3. Magpul does not have the layered files of the translucent ACR image (from the poster). They're supposed to be sending us any files they do have, but we haven't received them as of a few minutes ago. We've used a photo from their website or now, please advise if this photo will be acceptable for the first printing.

I'll be out of pocket for a couple hours. Please communicate any changes and/or approval to print to Eric West. Per my earlier email, it's our hope to print these by EOD today to have in your hands tomorrow morning (if that's ends up being the case, would you like them sent to Madison?).

Thanks.

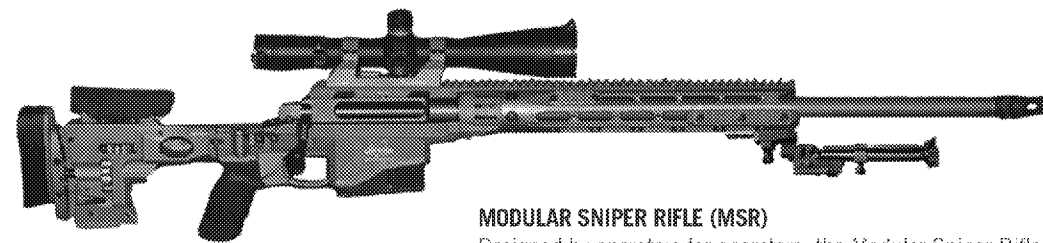
Eric



M24 SNIPER WEAPON SYSTEM

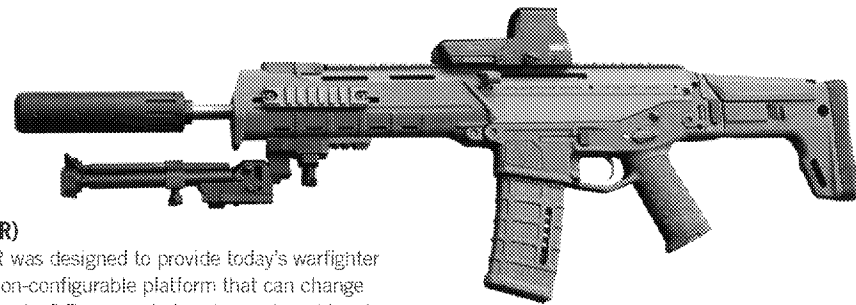


MODULAR SNIPER RIFLE (MSR)



MODULAR SNIPER RIFLE (MSR)

Designed by operators for operators, the Modular Sniper Rifle combines lethal accuracy at 1500 meters with a highly adjustable folding stock with free-float tube and the potential to change barrel lengths and calibers within minutes from .338 Lapua Magnum to .300 Winchester Magnum to 7.62mm NATO at the user level. This system truly never has to leave the battlefield.



ADAPTIVE COMBAT RIFLE (ACR)

One rifle, any mission. The ACR was designed to provide today's warfighter a more reliable, accurate, mission-configurable platform that can change calibers from 5.56mm to 6.8mm to 6.5mm, and also change barrel lengths, stocks, and accessories at the user level to go from a close-quarters battle platform to a designated marksman platform within minutes.



We are the world's leading innovator, designer, manufacturer, and marketer of firearms, ammunition, and related products for the hunting, shooting sports, law enforcement, and military markets. As one of the largest manufacturers in the world of firearms and ammunition, we have some of the most globally recognized brands including *Remington*, *Marlin*, *Harrington & Richardson*, *New England Firearms*, *L.C. Smith*, *Parker*, *Bushmaster*, *DPMS*, *EOTAC*, and *INTC*.



FREEDOM GROUP
FAMILY OF COMPANIES



Freedom Group | P.O. Box 700 | Madison, NC 27025 | 800-243-9700

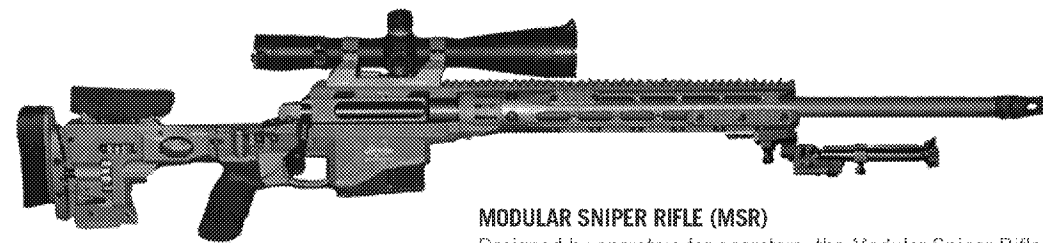




M24 SNIPER WEAPON SYSTEM

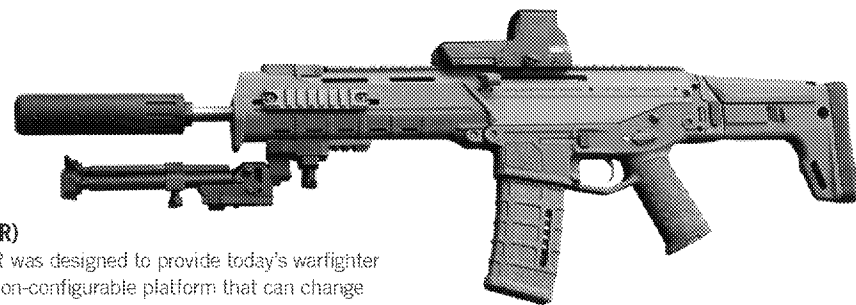


MODULAR SNIPER RIFLE (MSR)



MODULAR SNIPER RIFLE (MSR)

Designed by operators for operators, the Modular Sniper Rifle combines lethal accuracy at 1500 meters with a highly adjustable folding stock with free-float tube and the potential to change barrel lengths and calibers within minutes from .338 Lapua Magnum to .300 Winchester Magnum to 7.62mm NATO at the user level. This system truly never has to leave the battlefield.



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We are the world's leading innovator, designer, manufacturer, and marketer of firearms, ammunition, and related products for the hunting, shooting sports, law enforcement, and military markets. As one of the largest manufacturers in the world of firearms and ammunition, we have some of the most globally recognized brands including *Remington*, *Marlin*, *Harrington & Richardson*, *New England Firearms*, *L.C. Smith*, *Parker*, *Bushmaster*, *DPMS*, *EOTAC*, and *INTC*.



FREEDOM GROUP
FAMILY OF COMPANIES



Freedom Group | P.O. Box 700 | Madison, NC 27025 | 800-243-9700



MARKET LEADERSHIP

- » Largest manufacturer of commercial firearms
- » #1 in domestic shotgun sales
- » #1 and #2 in commercial AR rifle sales
- » #1 in lever action sales
- » Leader in rimfire rifles and bolt action rifles
- » Largest manufacturer of ammunition
- » 1.5 billion rounds annually
- » Largest employer in domestic firearms manufacturing with over 1,500 employees

ENGINEERING/INNOVATION

- » The industry's only freestanding R&D facility in Elizabethtown, Kentucky
- » Over 100 engineers dedicated to product innovation and quality initiatives
- » 88 current patents within our portfolio
- » New successful launches include R-15, R-25, XL7, 105CTi, 338 DPMS, among others
- » Implementation of the new Remington Product Development System (RPDS) to shorten the firearm product development process

PRODUCT LEADERSHIP

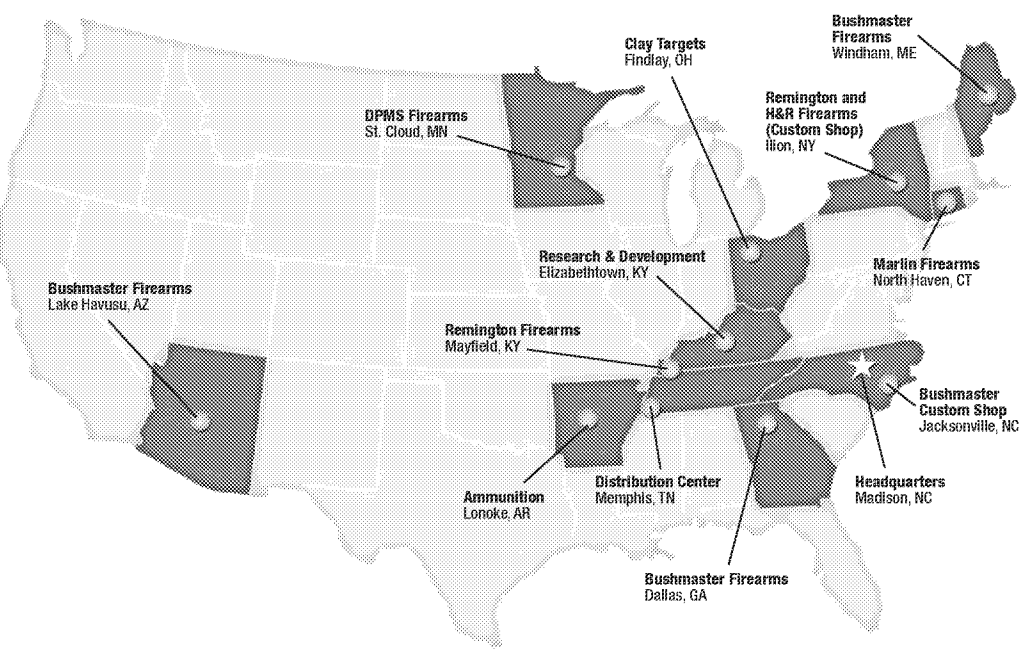
- » Product development at 11 facilities
- » First-in-category products in hunting and shooting markets – 338 DPMS rifle and 30 REM AR ammunition and rifles
- » Leading innovations for military, including the New Sniper Weapon System (NSWS) and the Adaptive Combat Rifle (ACR)
- » Marlin 60 semi-auto is the most popular .22 rifle
- » 10,000,000th Model 870 will be produced this year

MANUFACTURING LEADERSHIP

- » Invested over \$20 million in lean initiatives
- » Six Sigma practices lead by certified Six Sigma Black Belts (over 50)
- » ISO 9001-2000 certification in 3 facilities
- » Scalable operations – 2,200,000 sq. ft. of manufacturing space under roof with 400,000+/- available
- » Supplier Part Approval (SPA) program to insure quality during new product and/or new part launches



FACILITIES OVERVIEW



FACILITY	Employees	Product / Function
Dallas, GA	3	Bushmaster Firearms
Elizabethtown, KY	31	R&D
Findlay, OH ¹	10	Clay Targets
Ilion, NY ¹	781	Remington Firearms
Jacksonville, NC	2	Bushmaster Firearms
Lake Havasu, AZ	18	Bushmaster Firearms
Lonoke, AR	1000	Ammunition
Madison, NC	188	Accessories & HQ
Mayfield, KY	91	Remington Firearms
Memphis, TN ²	1	Distribution Center
North Haven, CT	300	Marlin Firearms & HQ
St. Cloud, MN	66	DPMS Firearms
Windham, ME	126	Bushmaster Firearms
TOTAL EMPLOYEES	2617	
<small>(1) Unionized (2) Leased Facility</small>		

CURRENT PERFORMANCE



MODULAR COMBAT SHOTGUN (MCS)

The asymmetrical nature of the modern battlefield has redefined the role of the shotgun for today's soldier. The greater need for versatility, durability and reliability has made current military shotgun offerings obsolete. Remington has responded to these changing needs with a Combat Shotgun System that provides unmatched operator-level modularity in the Model 870 Modular Combat Shotgun (MCS). For the first time ever, operators can assemble a shotgun system with unheard-of speed and without tools to match unfolding tactical situations. With the MCS a soldier can assemble the system as an Accessory Weapon, a Ballistic Breaching Tool, a CQB Weapon or a High-Capacity Conventional Shotgun.



M24 SNIPER WEAPON SYSTEM

Since its adoption by the US Army, the M24 is the standard by which all other military grade sniper rifles are judged. The M24 is world renowned as a long-range precision sniper system capable of enduring the harshest of military environments to include extreme high altitude and the depths of the ocean. The M24 is a combat proven force multiplier serving the US Army with honor and distinction against our nation's enemies; past, present and future. The unique "system" approach of the M-24 provides the soldier with everything he needs to immediately conduct combat or training operations. The versatility of this system ensures that it will continue to be a combat resource for many years to come.

PAST PERFORMANCE



FIREARMS

- » Remington has a current contract with US Army for the M-24 Sniper System
- » Over 5,000 Sniper Weapon Systems have been delivered or are under contract with the US Army and international customers through TACOM
- » Supplier for USG of 870 breacher shotgun (USSOCOM), 870 Modular Combat Shotgun (USAF), the Model 700 series rifles for numerous federal agencies and law enforcement organizations at the state, county and local levels



AMMUNITION

- » More than (10) current USG contracts with FLETC, USPS, Secret Service and others
- » Largest global supplier of ammo to LE community
- » Unmatched ammunition research, development, and production
- » Developed or adopted more cartridges than any other gun or ammunition manufacturer in the world



- » Founded in 1973 in Windham, ME
- » Bushmaster has produced more than 65,000 firearms per year since 1999, and over 125,000 in the last twelve months (93,000 commercial, 8,000 law enforcement, and 24,000 international)
- » In the last three years, Bushmaster has sold over 8,000 AR-style rifles through the Foreign Military Sales (FMS) program to Colombia, Czech Republic, Malaysia, and Oman (5,500) and over 24,000 AR-style rifles to other international customers independent of FMS



- » Founded in 1986 in St Cloud, MN
- » Leader in bringing innovative calibers to the AR platform
- » Currently used by the NSA, Secret Service, DOD, US Customs, Dept of Energy, US Marshals, Texas Rangers, U.S. Border Patrol officers, security contractors, and the Jordanian army

On Mar 6, 2009, at 9:14 PM, Schauble, Jason wrote:

Eric - Here are my comments on the mil 4-fold now that I can see it on a screen. My audience for this will be Congressman involved in the mil effort, key mil influencers, and key mil decision makers and that has driven my thoughts.

- 1) Too much space is taken up by the Freedom Group logo on the front page and back page – we need to do something with that front and use the space better – potentially move “What is Freedom Group” answer (not question) under Freedom Group logo therefore enable font to be bigger on quad emphasis on the other page (with what is freedom group removed)?
- 2) Pls remove Key facts box next to what is freedom group– everything in there is redundant to other places in the text.
- 3) We should take out the Acquisition Timeline. Doesn’t work with this kind of product now that I look closely, but still a good slide for the bigger brief. I would replace with select product overview: M24, MCS – systems that are currently fielded by US Military units - pic of static system with a few words on each. I have attached some material to downselect from to make a small box on each. You can mine www.remingtonmilitary.com for more info if you want (they have all of the operators manuals, etc on there for existing systems in our catalogue) but my intent is to highlight current guns we sell to US military (Current Performance could be the heading).
 - a. MCS - The asymmetrical nature of the modern battlefield has redefined the role of the shotgun for today's soldier. The greater need for versatility, durability and reliability has made current military shotgun offerings obsolete. Remington has responded to these changing needs with a Combat Shotgun System that provides unmatched operator-level modularity in the Model 870 Modular Combat Shotgun (MCS). For the first time ever, operators can assemble a shotgun system with unheard-of speed and without tools to match unfolding tactical situations. With the MCS a soldier can assemble the system as an Accessory Weapon, a Ballistic Breaching Tool, a CQB Weapon or a High-Capacity Conventional Shotgun.
 - b. M24 - Since its adoption by the US Army, the M24 is the standard by which all other military grade sniper rifles are judged. The M24 is world renowned as a long-range precision sniper system capable of enduring the harshest of military environments to include extreme high altitude and the depths of the ocean. The M24 is a combat proven force multiplier serving the US Army with honor and distinction against our nation's enemies; past, present and future. The M24 is based on the legendary Model 700™ and 40X™ rifles which are famous for their “out-of-the-box” accuracy. This high degree of accuracy is combined with the extremely rugged aramid fiber - reinforced fiberglass stock featuring an aluminum-bedding block. This provides the operator with the unheard of ability to remove and return the barreled action without loss in zero (within ½ minute of angle). The M24 features a Rem®-Tough powder coated 24” Remington stainless steel hammer forged barrel with unique 5-R rifling to ensure repeated high performance over the life of the barrel (The US Army has seen as many as 14,000 rounds fired before significant barrel degradation). The most unique aspect of the M24 is its “system” approach, providing the soldier with everything he needs to immediately conduct combat or training operations. The versatility of this system ensures that it will continue to be a combat resource for many years to come.
- 4) Back page – text under rifles – MSR should read “Designed by operators for operators, the Modular Sniper Rifle combines lethal accuracy at 1500 meters with a highly adjustable folding stock with free-float tube and the potential to change barrel lengths and calibers within minutes from .338 Lapua Magnum to .300 Winchester Magnum to 7.62mm NATO at the user level. This system truly never has to leave the battlefield.” ACR should read “One rifle, any mission. The ACR was designed to provide today's warfighter a more reliable, accurate, mission-configurable platform that can change calibers from 5.56mm to 6.8mm to 6.5mm, and also change barrel lengths, stocks, and accessories at the user level to go from a close-quarters battle platform to a designated marksman platform within minutes.”
- 5) Back cover: Left flap. The address needs to not be Remington Drive – PO box or something will suffice.
- 6) I have to be honest, and (Mark – please stop reading here) Eric, I know this is out of your control, but the new eagle is less....manly.... than the old eagle (the one on our current business cards). The old eagle was in the attack and more in line with my audience. The new eagle is more just kind of hanging out having a good time in the air than swooping in for the kill. For what it's worth, it looks to me like a seagull and while that may be the message we are trying to send (the “friendly” logo), I obviously would prefer a predator to mix with all of these other battle images in the 4-fold.

I'll talk to you Monday early. Thanks for the hard work on this. Meeting with SOCOM is 1645 on Wed 11 March in Tampa.

JPS

Message was spam and virus filtered by Vircom Modusgate appliance <09REM4954_FreedomGroup_Military_4Panel_REV3.pdf><mcs breakout.jpg><MCSspecs.pdf><M24_Set.jpg><m24_lg.jpg>

Brothers & Co. | 4360 S. Lewis | Tulsa, OK 74105
P(918) 743-8822 F(918) 742.9628

EXHIBIT X

Message

From: Hill, Marc [/O=REMINGTON/OU=EXCHANGE ADMINISTRATIVE GROUP (FYDIBOHF23SPDLT)/CN=RECIPIENTS/CN=HILLMA]
Sent: 8/25/2009 2:59:04 PM
To: Eric Barnes [eric@broco.com]; Trull, John [/O=REMINGTON/OU=REMARMS1/cn=Recipients/cn=trulljc]
CC: Theresa Sindelar [tsindelar@broco.com]; Eric West [ewest@broco.com]; Russo, Alfred D. [/O=REMINGTON/OU=REMARMS1/cn=Recipients/cn=RUSSOAD]
Subject: RE: Maxim

Al, what should be the timing for the 870 Ad?

JT, FYI, We have asked brother to develop a few concepts for a viral campaign and we should tie this into an ad, not just show products.....thoughts?

Regards

From: Eric Barnes [mailto:eric@broco.com]
Sent: Tuesday, August 25, 2009 10:56 AM
To: Hill, Marc
Cc: Theresa Sindelar; Eric West; Russo, Alfred D.
Subject: Fwd: Maxim

Here's an FYI for timing on the November and December issues of Maxim.

We didn't discuss it, but I assume we're talking November for the 870 ad. According to a call Theresa made, we should be able to get at least a 10 day extension on the materials date for the November issue. That allows ample time to create an 8.5x11 version of the 870 ad.

It's tight timing for development of new Bushmaster creative, but definitely doable. We'll document next steps for that process and send your way.

Begin forwarded message:

From: "Theresa Sindelar" <tsindelar@broco.com>
Date: August 25, 2009 9:38:43 AM CDT
To: "Eric Barnes" <eric@broco.com>
Subject: Maxim

The next two issues for Maxim are:

NOVEMBER - Hottest Cars of the Year

The comprehensive rundown on the cars you'll be drooling over in 2010. *Maxim.com's Car of the Month culminates in the coolest rides of the year. Check out pics and get the inside track on your fantasy car, then floor it to the dealership!*

Ad Space 9/3

Ad Materials 9/4

On sale 10/20

DECEMBER - Best Stuff of the Year / Free Calendar

This holiday season, treat yourself with presents you'd actually want to receive from Maxim's ultimate gift guide—or just highlight the good stuff and tip off your loved ones to the appropriate pages. A surefire bet for anyone on your list is our deluxe, hilarious, sexy (and free!) Maxim calendar supplement. *Check out the cream of Maxim.com's Hometown Hottie crop. Plus, the Stuff Blog will preview 2010's must-have gear and crowns the best from '09.*

Commitment 10/1

Materials 10/2

On sale 11/17

Theresa Sindelar | Outdoor Rec Media Director

Brothers & Co. | 4860 S. Lewis | Tulsa, OK 74105

P(918) 743-8822 | F(918) 742-9628

EXHIBIT Y

Message

From: Ben Madden [bmadden@maxim.com]
Sent: 9/30/2009 1:13:47 AM
To: Hill, Marc [/O=REMINGTON/OU=EXCHANGE ADMINISTRATIVE GROUP (FYDIBOHF23SPDLT)/CN=RECIPIENTS/CN=Hillma]
Subject: Re: Bushmaster Maxim Ad

Marc,

Of course-Nov is printing now and I will have them to send to you within the week. Dec will be late October.

Quick question, my Chicago guy received an advertising query from a contact at DPMS. Would you like us to work with them directly?

Ben Madden
Group Publisher
Maxim
P:212 372 3886
C:646 263 5984
Bmadden@alphamediagroup.com

From: Hill, Marc
To: Ben Madden
Sent: Tue Sep 29 20:03:59 2009
Subject: FW: Bushmaster Maxim Ad
Ben

Can I get 50 copies of the Nov and December magazine?

Thanks

Marc

From: Eric Barnes [mailto:eric@broco.com]
Sent: Tuesday, September 29, 2009 5:04 PM
To: Hill, Marc
Cc: Eric West
Subject: Fwd: Bushmaster Maxim Ad

This will be in the November and December issues of Maxim. On-sale date for November issue is 10/20. FYI.

Begin forwarded message:

Message was spam and virus filtered by Vircom Modusgate appliance

EXHIBIT Z

Message

From: Smith, Ryan [/O=REMINGTON/OU=EXCHANGE ADMINISTRATIVE GROUP (FYDIBOHF23SPDLT)/CN=RECIPIENTS/CN=SMITHRT]
Sent: 11/23/2009 9:17:23 PM
To: Eric Barnes [eric@broco.com]; Gifford, Roy [/O=REMINGTON/OU=EXCHANGE ADMINISTRATIVE GROUP (FYDIBOHF23SPDLT)/CN=RECIPIENTS/CN=Giffordro]
CC: Trull, John [/O=REMINGTON/OU=REMARMS1/cn=Recipients/cn=trulljc]
Subject: RE: Bushmaster Ad and marketing Plan

Yes

From: Eric Barnes [mailto:eric@broco.com]
Sent: Monday, November 23, 2009 4:11 PM
To: Gifford, Roy
Cc: Trull, John; Smith, Ryan
Subject: Re: Bushmaster Ad and marketing Plan

You guys available 3:30 EST Monday, Nov. 30? If so, I'll send a meeting invite.

On Nov 23, 2009, at 8:51 AM, Gifford, Roy wrote:

John,
We will check. I am sure there is space available, just depends how much? Eric will set-up a conference on Monday next week to discuss our Shot show plans. If you have any other ideas, please forward.

Thanks,

Roy

From: Trull, John
To: Gifford, Roy; Smith, Ryan
Cc: 'eric@broco.com'
Sent: Mon Nov 23 09:28:20 2009
Subject: RE: Bushmaster Ad and marketing Plan

Are we too late to secure any banners at the convention center?

John C. Trull
Vice President
Product Management & Marketing - Firearms
Remington Arms Company, Inc.
A Freedom Group Company
(336) 548-8737 - Phone
(336) 209-4064 - Mobile
P.O. Box 700
870 Remington Drive
Madison, NC 27025-0700

From: Gifford, Roy
Sent: Monday, November 23, 2009 9:25 AM
To: Smith, Ryan; Trull, John
Cc: 'eric@broco.com'
Subject: Re: Bushmaster Ad and marketing Plan

Ryan,

Let me talk to Eric Barnes to ensure we are on track for Shot. We have your booth covered, working on your catalog and advertising creative. We could not place ACR in many of the Shot show media vehicles because we didn't have any product shots/advertising ready. We will look for ways to advertise ACR at shot that is still available (e.g., Shot Daily).

We will do what we need to do to be ready for Shot.

Did the product show up to Dean Digital last Thursday for the photo shoot?

Thanks,

Roy

From: Smith, Ryan

To: Trull, John; Gifford, Roy

Sent: Mon Nov 23 09:03:04 2009

Subject: RE: Bushmaster Ad and marketing Plan

If our consumer launch is at SHOT Show (that is the plan) then I am concerned that a). we won't have anything in time to support the launch at SHOT and b). we won't have our media plan together or ads developed to run to support the launch between SHOT and first shipment on 3/1.

Man Card is less time sensitive, but we'll want it to progress in a timely manner as well. ACR is the most critical project and should be prioritized ahead of Man Card.

I'm nervous...

From: Trull, John

Sent: Monday, November 23, 2009 8:33 AM

To: Gifford, Roy; Smith, Ryan

Subject: Re: Bushmaster Ad and marketing Plan

Ryan

What does this timing do to our launch plan timing? Seems like we are going to be cutting it very close.

John C. Trull

Vice President

Firearms Brand Management

Remington Arms Company

From: Gifford, Roy

To: Trull, John; Smith, Ryan; Hill, Marc

Cc: 'eric@broco.com'

Sent: Mon Nov 23 08:21:11 2009

Subject: Re: Bushmaster Ad and marketing Plan

John,

We are meeting on 12-10 and 1-7 to discuss and review our key product creative concepts. We will put out a schedule by end of today for the product line-up for those days.

Thanks,

Roy

From: Trull, John

To: Smith, Ryan; Hill, Marc; Gifford, Roy

Sent: Sun Nov 22 18:49:03 2009

Subject: Re: Bushmaster Ad and marketing Plan

Roy,

Can you get us a timeline on when the creative concepts will be complete?

JT
John C. Trull
Vice President
Firearms Brand Management
Remington Arms Company

From: Smith, Ryan
To: Trull, John; Hill, Marc; Gifford, Roy
Sent: Sun Nov 22 18:47:59 2009
Subject: Re: Bushmaster Ad and marketing Plan
Both are still with Brother's...I don't have anything that I can send you.

From: Trull, John
To: Hill, Marc; Smith, Ryan; Gifford, Roy
Sent: Sun Nov 22 18:47:00 2009
Subject: Re: Bushmaster Ad and marketing Plan
Ryan is out this week, but we should still should be able to review where we stand. Ryan, if you can forward me your most current plan, I will review with Marc either tomorrow or Tuesday.
John C. Trull
Vice President
Firearms Brand Management
Remington Arms Company

From: Hill, Marc
To: Smith, Ryan; Gifford, Roy; Trull, John
Sent: Sun Nov 22 18:36:50 2009
Subject: Bushmaster Ad and marketing Plan
Guys

Please let me know when I can discuss the following

1. ACR launch plan
2. 2010 Man Card re-issued ad campaign- all elements

thanks

Message was spam and virus filtered by Vircom Modusgate appliance

~~~~~  
Eric Barnes | Sr. Vice President  
Brothers & Co. | 4860 S. Lewis | Tulsa, OK 74105  
P(918) 743-8822 F(918) 742.9628

# **EXHIBIT AA**

**Meeting Agenda**  
**Freedom Group 2010 Creative Review**  
**12.22.09, 8:00 AM – 4:00 PM**

**LOCATION:** Madison – Eliphalet

**ATTENDEES:** Marc Hill, Roy Gifford, John Trull, Tom Scott, Phil Murdock, John Fink, Brian Lasley, Tim Tanker, Scott Hanes, Bill Shirmacher, Ryan Smith, Pam Faulcon, Davida McMillian, Kevin Cadigan, Pat Boehnen, Holly McNeely, Eric Barnes, Paul Brothers, Kyle Whiteis

- **8:00 – 12:00: Remington**
  - Review Campaign Look/Feel Alternatives (review options to previously discussed campaign look and feel)
  - 2010 Product Creative & Media Strategy Overview for the following:
    - Model 700
    - Model 887
    - Core-Lokt
    - Wingmaster HD
    - Home Defense
    - Women
  - Review HyperSonic Launch Plan and Media Strategy
    - Discuss any creative elements with deadlines for SHOT, i.e. teaser for SHOT booth, etc. Ad creative to follow in January.
  - Review launch plan for VersaMax, briefly discuss launch schedule
- **12:00 – 12:45: Lunch**
- **12:45 – 2:15: Marlin**
  - 2010 Product Creative & Media Strategy Overview for the following (continuation of 2009 campaign look and feel):
    - Marlin X7
- **2:15 – 4:00: Bushmaster**
  - Review 2010 Product Creative & Media Strategy Overview for the following;
    - Bushmaster ACR (recap of completed materials by this date, and review future elements)
    - Bushmaster Family / Man Card concepts

# **EXHIBIT BB**

**Meeting Agenda**  
**Freedom Group 2010 Creative Review**  
**1.07.10, 8:00 AM – 3:30 PM**

**LOCATION:** Madison – Eliphalet

**ATTENDEES:** Marc Hill, Roy Gifford, John Trull, Tom Scott, Phil Murdock, John Fink, Brian Lasley, Tim Tanker, Scott Hanes, Bill Shirmacher, Ryan Smith, Pam Faulcon, Davida McMillian, Kevin Cadigan, Pat Boehnen, Holly McNeely, Eric Barnes, Paul Brothers, Kyle Whiteis

- **8:00 – 11:00: Remington**
  - 2010 Product Creative & Media Strategy Overview for the following:
    - R-15
    - Turkey
    - Youth
    - Accutip-V
    - Managed Recoil
  - Review HyperSonic Elements in Process for SHOT
    - Discuss any creative elements with deadlines for SHOT, Ad creative to follow one week post SHOT.
- **11:00 – 12:00: Marlin and H&R**
  - 2010 Product Creative & Media Strategy Overview for the following (continuation of 2009 campaign look and feel):
    - Marlin Big Loop
    - Marlin Rimfire
    - H&R
- **12:00 – 12:45: Lunch**
- **12:45 – 1:30: Marlin and H&R (Continued)**
- **1:30 – 3:30: Dakota, Remington Custom and 1911**
  - Review 2010 Product Creative & Media Strategy Overview for the following;
    - Dakota 76
    - Dakota Family
    - Remington Custom
    - Remington 1911



# **EXHIBIT CC**

**[Redacted Pursuant to  
Protective Order]**

# **EXHIBIT DD**

**[Redacted Pursuant to  
Protective Order]**

# **EXHIBIT EE**

Message

**From:** Russo, Alfred D. [/O=REMINGTON/OU=REMARMIS1/CN=RECIPIENTS/CN=RUSROAD]  
**Sent:** 1/12/2009 8:00:01 PM  
**To:** Blackwell, Scott [/O=REMINGTON/OU=REMARMIS1/cn=Recipients/cn=blackwellsc]  
**CC:** Trull, John [/O=REMINGTON/OU=REMARMIS1/cn=Recipients/cn=trulljc]; Hill, Marc [/O=REMINGTON/OU=EXCHANGE ADMINISTRATIVE GROUP (FYDIBOHF23SPDLT)/CN=RECIPIENTS/CN=Hillma]  
**Subject:** RE: Bushmaster Product Video

I agree,  
With out footage, budget and Product Management direction this was the best we could do with three weeks notice.

Al Russo  
336-548-8572 Voice  
336-548-7772 Fax

-----Original Message-----

**From:** Blackwell, Scott  
**Sent:** Monday, January 12, 2009 2:39 PM  
**To:** Russo, Alfred D.; ttyler@bushmaster.com; melison@bushmaster.com  
**Subject:** RE: Bushmaster Product Video

I think this is well done

My only comment - is we need another one where people watch it and go "WOW - COOL" etc.

-----Original Message-----

**From:** Russo, Alfred D.  
**Sent:** Monday, January 12, 2009 1:14 PM  
**To:** ttyler@bushmaster.com; melison@bushmaster.com  
**Cc:** Blackwell, Scott  
**Subject:** FW: Bushmaster Product Video

Here is a rough cut of the video we plan to show in the SHOT show booth. It's 2:45 long let me know if you see anything incorrect.

See you tomorrow.

Al Russo  
336-548-8572 Voice  
336-548-7772 Fax

-----Original Message-----

**From:** Eric West [mailto:ewest@broco.com]  
**Sent:** Monday, January 12, 2009 11:47 AM  
**To:** Russo, Alfred D.  
**Cc:** Eric Barnes  
**Subject:** Bushmaster Product Video

Al,

Attached is a rough-cut of the Bushmaster Product video for your review. While we are close to completing it, we are adjusting some the text and graphic effects throughout the video. Also, keep in mind that the attached file is compressed in order to send via email.

Please let us know your thoughts.

Thanks,  
Eric West

# **EXHIBIT FF**

**[Redacted Pursuant to  
Protective Order]**

# **EXHIBIT GG**

Message

---

**From:** Eric West [ewest@broco.com]  
**Sent:** 2/25/2009 12:25:02 AM  
**To:** Russo, Alfred D. [/O=REMINGTON/OU=REMARMS1/cn=Recipients/cn=RUSSOAD]  
**CC:** McNeely, Holly [/O=REMINGTON/OU=REMARMS1/cn=Recipients/cn=mcneelyhj]  
**Subject:** Mil/DoD Ads  
**Attachments:** 09REM4916\_Mil-DOD\_Group1.pdf; 09REM4916\_Mil-DOD\_Group2.pdf

Al,

Attached are two PDF files. Each contain a single concept for the NSWS and ACR.

Within each PDF contains a Freedom Group Version and a non-FGI version (with FGI statement and without FGI statement).

Each page has been labeled accordingly for reference.

Also, we explored the diagonal gun option suggested earlier (with the FGI statement above and the gun features below), but the artist couldn't make it work. Thus, we scrapped it. We feel these two concepts will work well, but of course we'll do whatever you want us to.

Thanks,  
EW

# THIS CHANGES EVERY THING.



## THE REVOLUTIONARY NEW, FULLY-MODULAR REMINGTON ACR (ADAPTIVE COMBAT RIFLE)

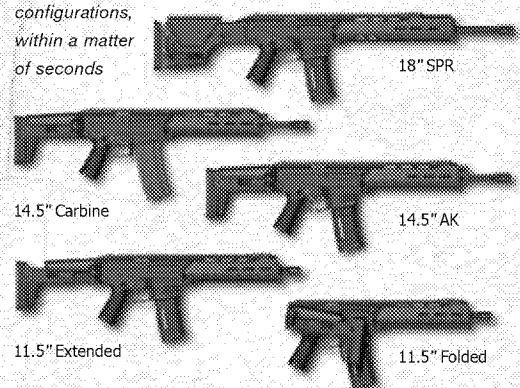
Ut wisi enim ad minim veniam, quis nostrud exerci tation ullamcor per suscipit lobortis nisl ut aliquip ex ea commodo consequat. Duis autem vel eum iriure dolor in hendrerit in vulputate velit esse molestie consequat, vel illum dolore eu feugiat nulla facilisis at vero eros et accumsan et iusto odio dignissim qui blandit praesendelenit augue dui dolore te feugait nulla facilisi. Lorem ipsum dolor sit amet, accipiscing elit, sed diam nonummy nibhos euismod tincidunt utosimi. raliunos affis.

# Remington.

Call 00+1+336-548-8655, or e-mail at [GlobalMil-LeSale@Freedom-Group.com](mailto:GlobalMil-LeSale@Freedom-Group.com)

Remington, A Proud Part of Freedom Group, Freedom Group is the world's leading innovator, designer, manufacturer and marketer of firearms, ammunition, and related products for hunting, shooting sports, law enforcement, and military. As one of the largest manufacturers in the world of firearms and ammunition, we have some of the most globally recognized brands including Remington, Bushmaster, DPMS, Marlin and others.

The Remington ACR easy transforms into any of five different configurations, within a matter of seconds



User-configurable components



©The Freedom Group, 2009



# THIS CHANGES EVERY THING.



## THE REVOLUTIONARY NEW, FULLY-MODULAR REMINGTON ACR (ADAPTIVE COMBAT RIFLE)

Ut wisi enim ad minim veniam, quis nostrud exerci tation ullamcor per  
suscipit lobortis nisl ut aliquip ex ea commodo consequat. Duis autem  
vel eum iriure dolor in hendrent in vulputate velit esse molestie conseq  
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et iusto odio dignissim qui blandit praesendelenit augue dui dolore te  
feugiat nulla facilisi. Lorem ipsum dolor sit amet, accipiscing elit, sed  
diam nonummy nibhos euismod tincidunt utosimi. raliunos affis.

### ***Remington.***

Call 00+1+336-548-8655, or e-mail at [GlobalMil-LeSale@Freedom-Group.com](mailto:GlobalMil-LeSale@Freedom-Group.com)

**Additional Features:** Ut wisi enim ad minim veniam ★ Tuis nostrud exerci tation ullam cor  
ar suscipit ★ Lobortis nisl ut aliquip ex ea ★ Commodo consequat ★ Duis autem vel eum iriure dolor  
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See the Remington ACR in Action @ [www.remingtonacr.com](http://www.remingtonacr.com)

*The Remington ACR easy transforms into any of five different  
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within a matter  
of seconds*



18" SPR



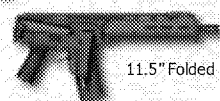
14.5" Carbine



14.5" AK



11.5" Extended



11.5" Folded

*User-configurable components*



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# ONE RIFLE. MANY MISSIONS.



THE REVOLUTIONARY NEW, FULLY-MODULAR REMINGTON ACR (ADAPTIVE COMBAT RIFLE)

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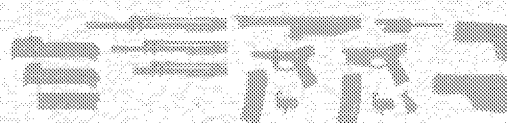
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Remington, Bushmaster, DPMS, Marlin and others.



*User-configurable components enable the Remington  
ACR to be easily transformed into any of five different rifle  
configurations, within a matter of seconds.*



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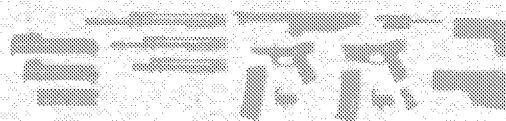
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# FIVE GUNS IN ONE.



## THE REVOLUTIONARY NEW, FULLY-MODULAR REMINGTON ACR (ADAPTIVE COMBAT RIFLE)

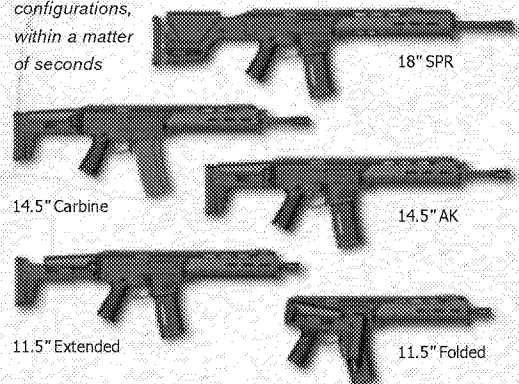
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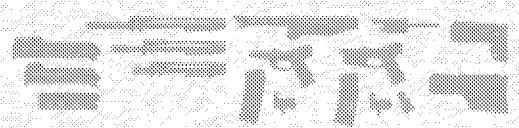
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User-configurable components



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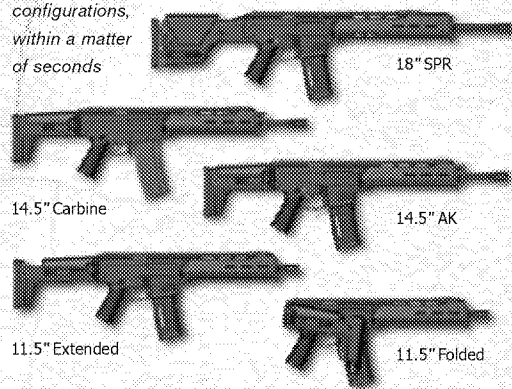
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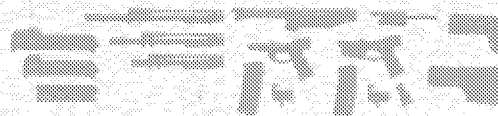
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*User-configurable components*





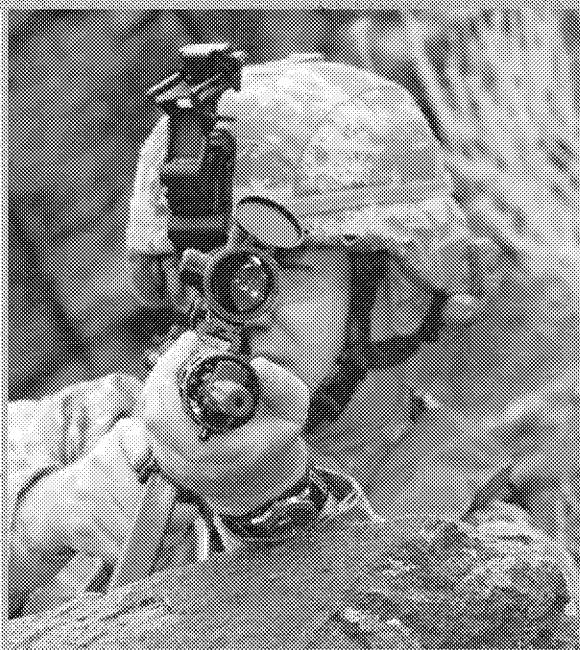
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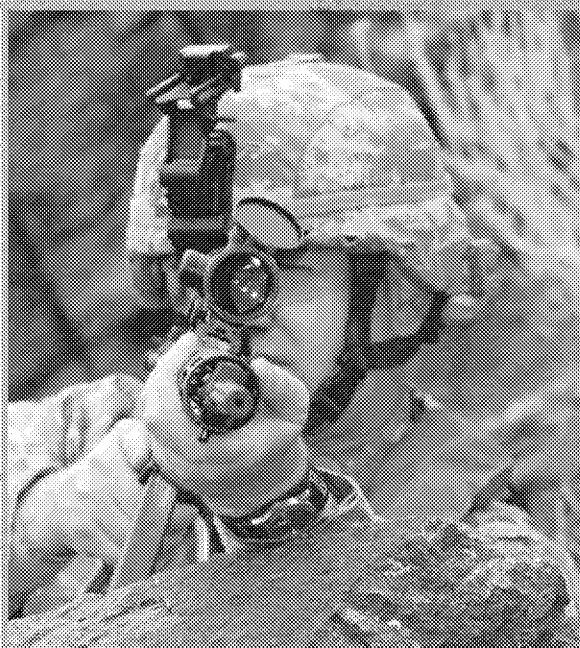
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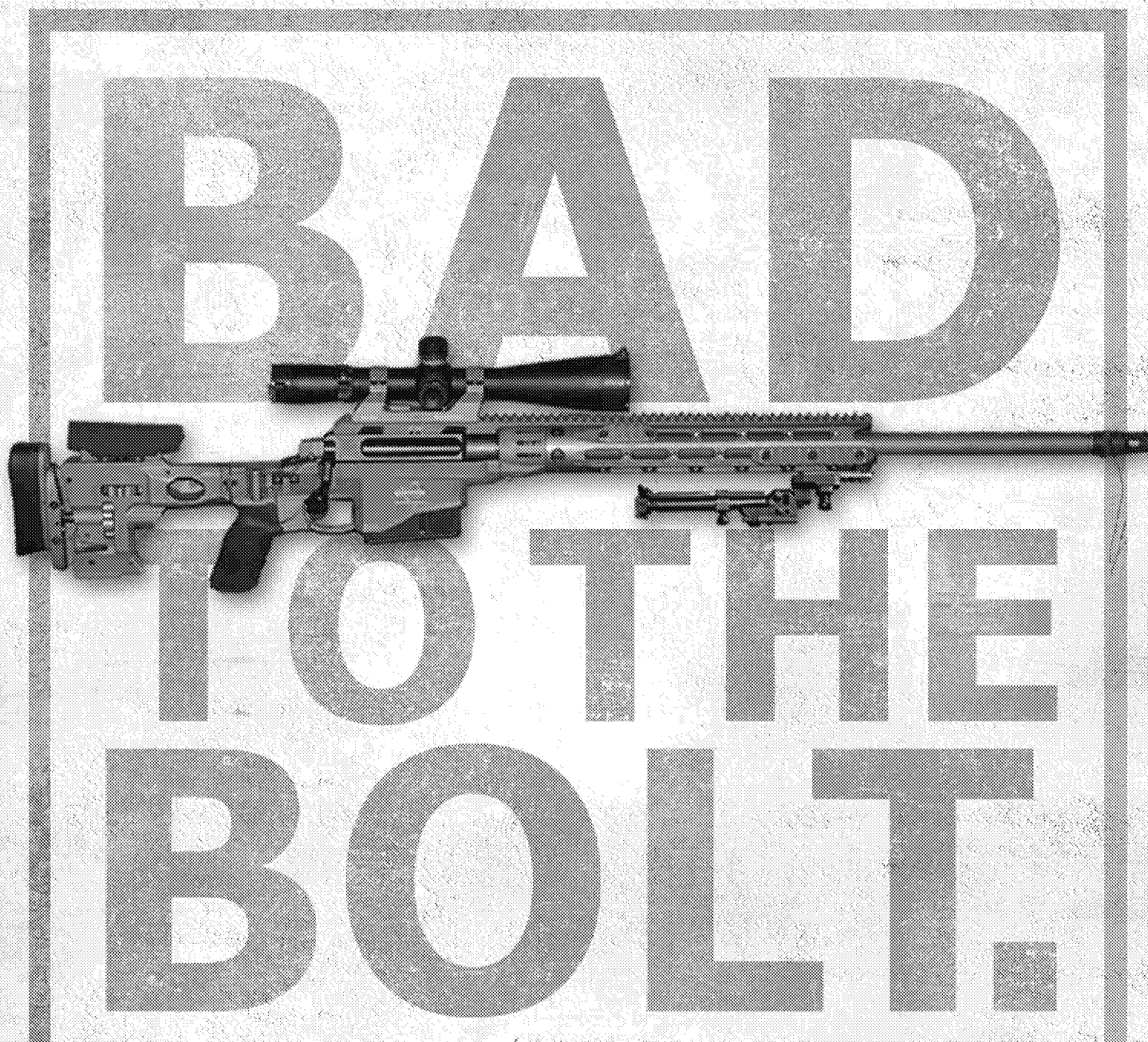
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# BAD TO THE BOLT.



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# FROM LONG SHOT



# TO SURE THING.

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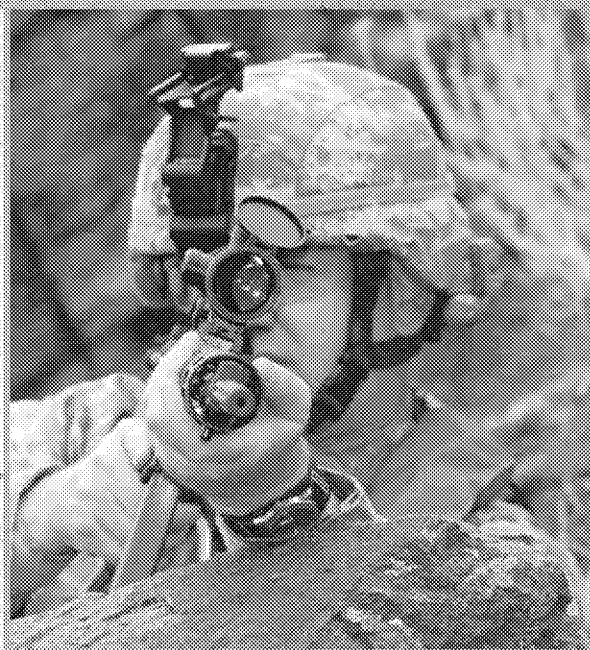
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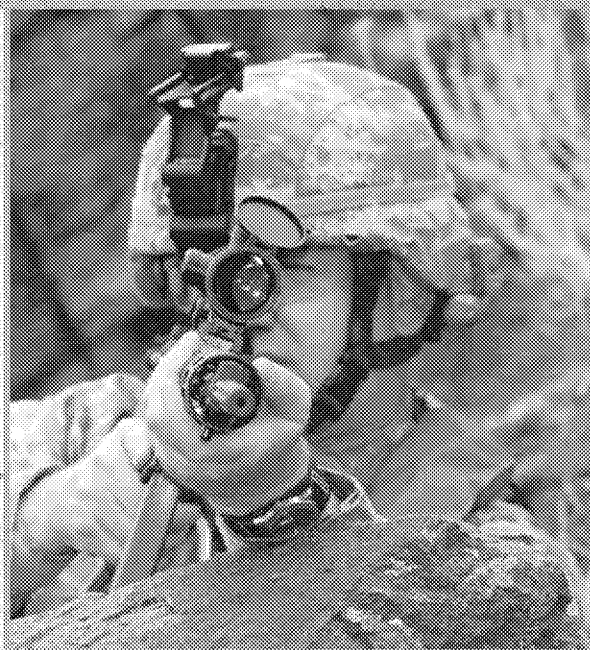
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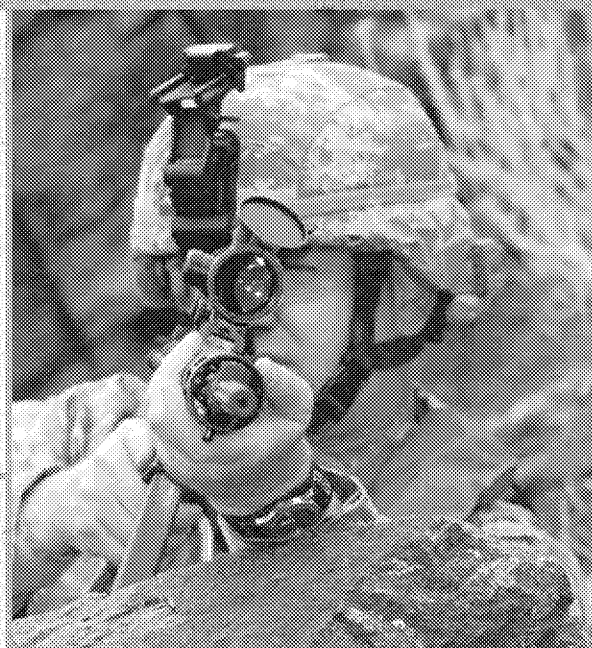
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NSWS Concept 5B

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# ANY MISSION. ANY TIME. ANYWHERE.



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18" SPR



14.5" Carbine



14.5" AK



11.5" Extended



11.5" Folded

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Remington ACR

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**See the ACR in action @ [remingtonacr.com](http://remingtonacr.com)**

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# THE MOST IMPORTANT ADVANCEMENT IN COMBAT RIFLES SINCE THE M4.



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14.5" AK



11.5" Extended



11.5" Folded

©The Freedom Group, 2009



# THE MOST IMPORTANT ADVANCEMENT IN COMBAT RIFLES SINCE THE M4.



FPO

## THE REVOLUTIONARY NEW, FULLY-MODULAR REMINGTON ACR (ADAPTIVE COMBAT RIFLE).

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Folding stock  
maximizes portability

# Remington®

00+1+336-548-8655 / e-mail at GlobalMil-LeSale@Freedom-Group.com

**Additional Features of the Remington ACR:** Oquis nost rud exerci / Tation ullamcorper suscipit / Alobortis nis liut aliquip ex ea / Commodo consequat / Duis autem vel eum / Ririure dolor in hendrerit / Bin vulputate velit esse molestie / Wiconsequat, vel illum dolore eu feugiat

See the ACR in action @ [remingtonacr.com](http://remingtonacr.com)

The Remington ACR quickly transforms into any of five different configurations.



18" SPR



14.5" Carbine



14.5" AK



11.5" Extended



11.5" Folded

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# REPORTING FOR DUTIES.



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18" SPR



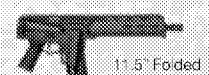
14.5" Carbine



14.5" AK



11.5" Extended



11.5" Folded



# FINALLY. A COMBAT RIFLE FOR THE 21st CENTURY



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See the ACR in action @ [remingtonacr.com](http://remingtonacr.com)

The Remington ACR quickly transforms into any of five different configurations.



18" SPR



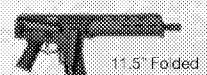
14.5" Carbine



14.5" AK



11.5" Extended

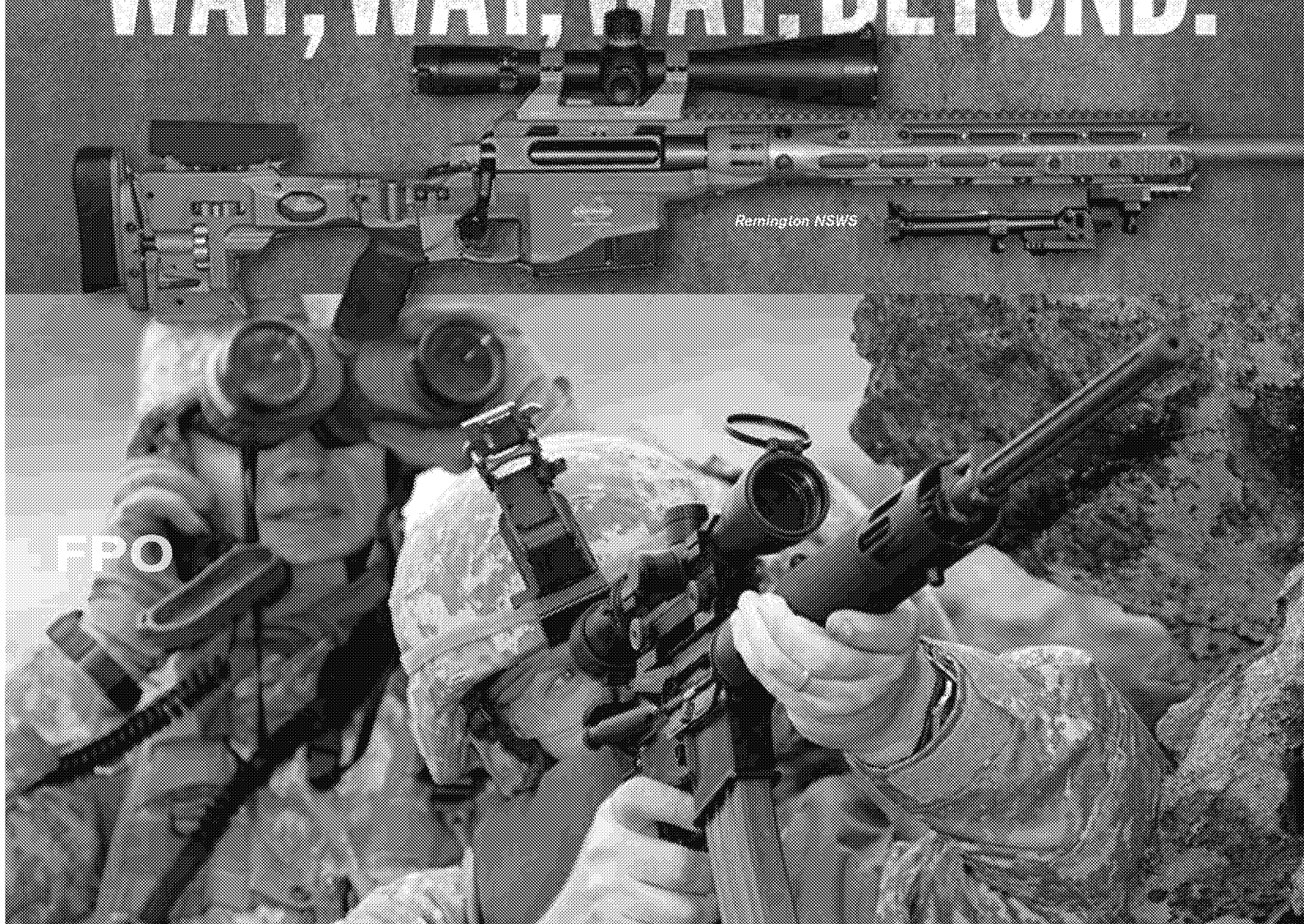


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©The Freedom Group, 2009



# ABOVE AND WAY, WAY, WAY. BEYOND.



## THE NEW SNIPER WEAPON SYSTEM (NSWS) FROM REMINGTON. ACCURATE AT 1,500 METERS.

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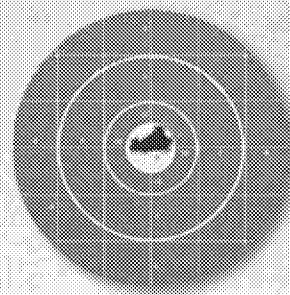
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00+1+336-548-8655 / e-mail at GlobalMil-LeSale@Freedom-Group.com

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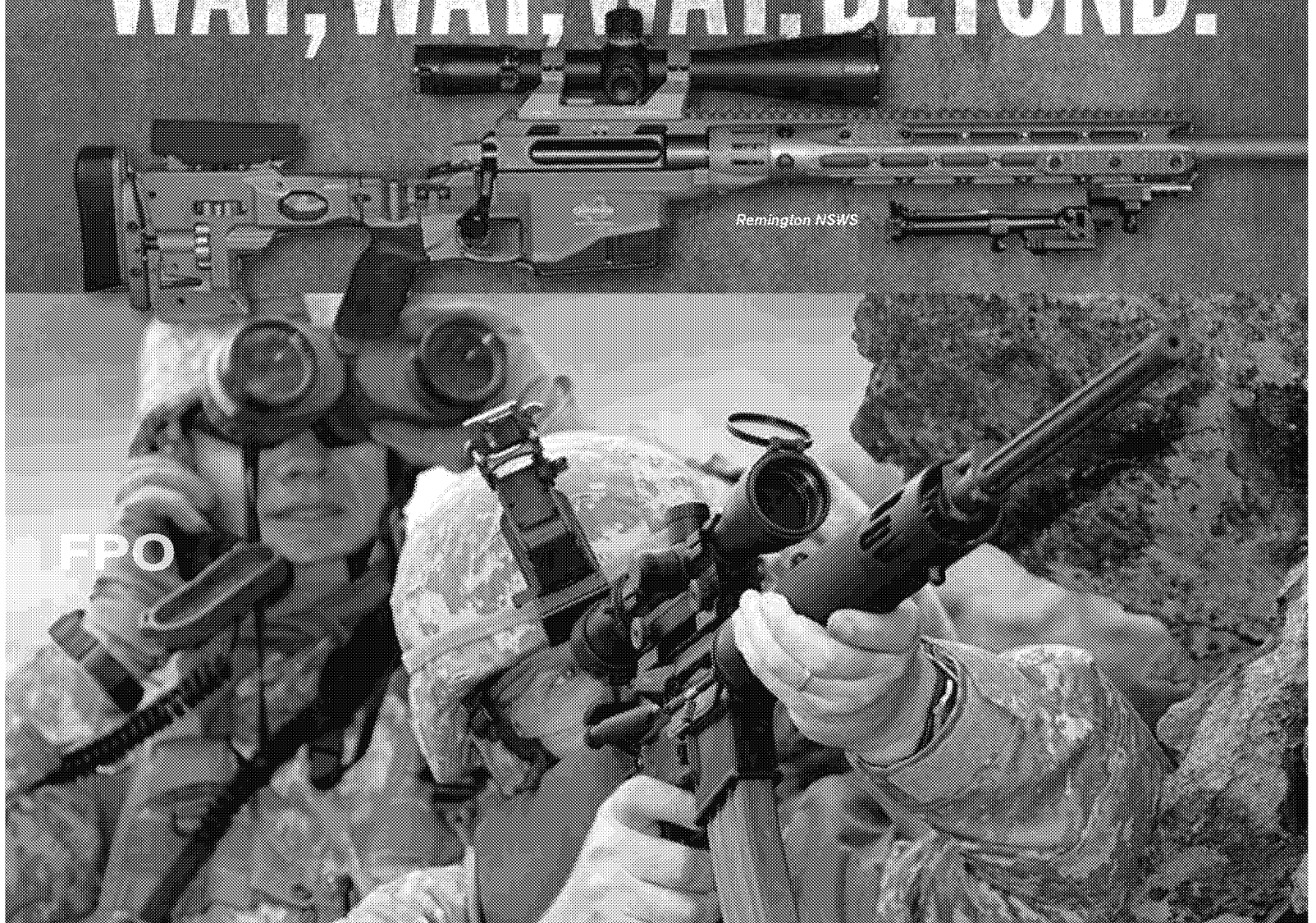


**A Proud Part of Freedom Group.** A Proud Part of Freedom Group. Freedom Group is the world's leading innovator, designer, manufacturer and marketer of firearms, ammunition, and related products for hunting, shooting sports, law enforcement, and military. As one of the largest manufacturers in the world of firearms and ammunition, we have some of the most globally recognized brands including Remington, Bushmaster, DPMS, Marlin and others.

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# ABOVE AND WAY, WAY, WAY. BEYOND.



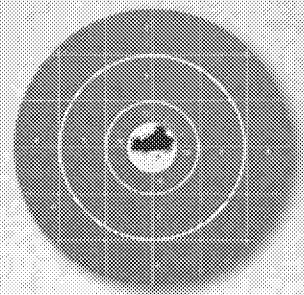
## THE NEW SNIPER WEAPON SYSTEM (NSWS) FROM REMINGTON. ACCURATE AT 1,500 METERS.

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**See the NSWS in action @ [remingtonnsws.com](http://remingtonnsws.com)**

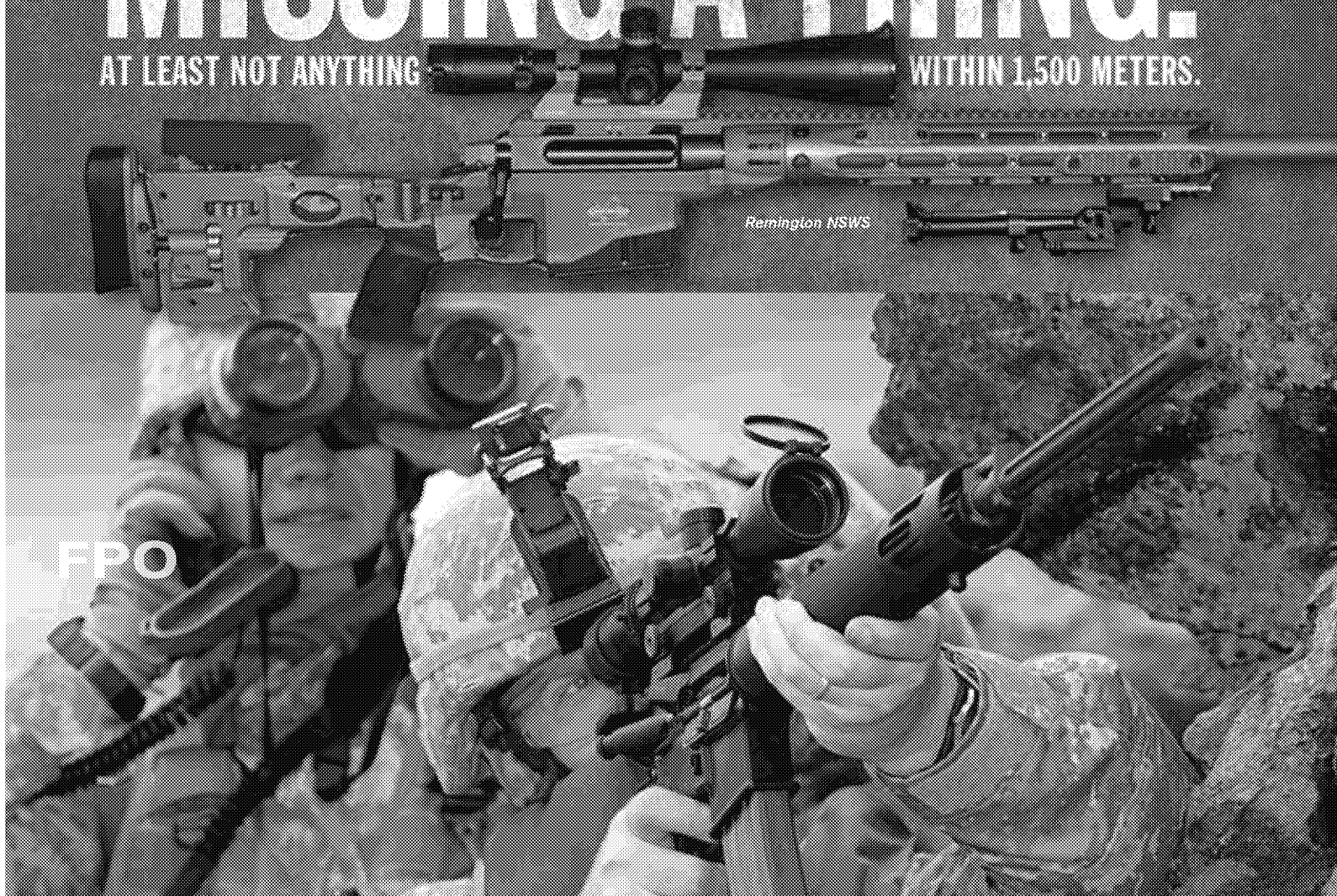
©The Freedom Group, 2009



# IT'S NOT MISSING A THING.

AT LEAST NOT ANYTHING

WITHIN 1,500 METERS.



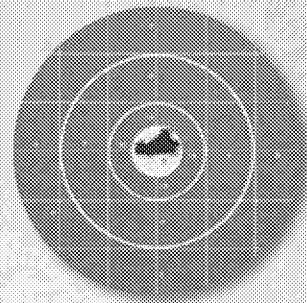
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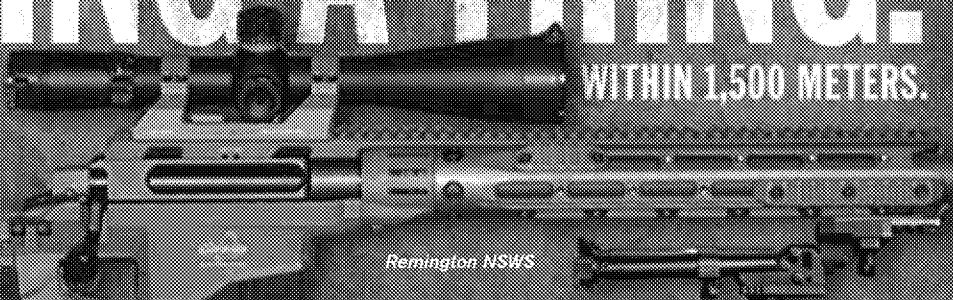
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Remington NSWS

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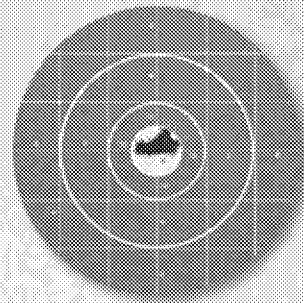
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See the NSWS in action @ [remingtonnsws.com](http://remingtonnsws.com)



# HITS THE NAIL ON THE HEAD.

AT 1,500 METERS, NO LESS.



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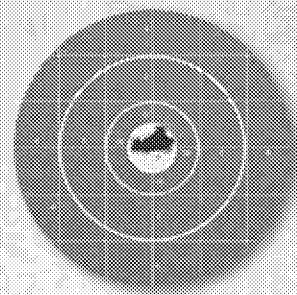
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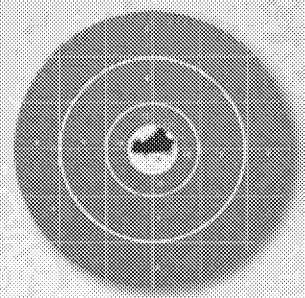
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**See the NSW in action @ [remingtonnsws.com](http://remingtonnsws.com)**



# SURGICAL STRIKE FORCES HAVE A NEW SURGEON GENERAL.



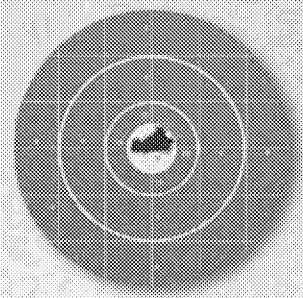
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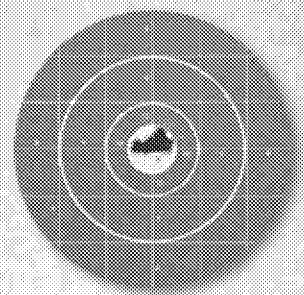
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See the NSWS in action @ [rermingtonnsws.com](http://rermingtonnsws.com)

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# **EXHIBIT HH**



Message

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**From:** Eric West [ewest@broco.com]  
**Sent:** 11/6/2009 2:14:33 AM  
**To:** Gifford, Roy [/O=REMINGTON/OU=EXCHANGE ADMINISTRATIVE GROUP (FYDIBOHF23SPDLT)/CN=RECIPIENTS/CN=Giffordro]; Trull, John [/O=REMINGTON/OU=REMARMS1/cn=Recipients/cn=trulljc]; Faulcon, Pamela L. [/O=REMINGTON/OU=REMARMS1/cn=Recipients/cn=passpf]; Smith, Ryan [/O=REMINGTON/OU=EXCHANGE ADMINISTRATIVE GROUP (FYDIBOHF23SPDLT)/CN=RECIPIENTS/CN=Smithrt]; Martin, Bonnie [/O=REMINGTON/OU=REMARMS1/cn=Recipients/cn=martinbe]  
**CC:** Kyle Whiteis [kwhiteis@broco.com]; Theresa Sindelar [tsindelar@broco.com]; Eric Barnes [eric@broco.com]  
**Subject:** ACR Creative Launch Document  
**Attachments:** ACR\_Launch.doc; ATT00001.txt

Attached is the ACR creative launch brief document for your review.  
We will give you a call an 12pm Eastern time to discuss.

Thanks,  
EW

C R E A T I V E   L A U N C H   B R I E F

*ACR – November 5th, 2009*



Brothers & Co . 4860 S. Lewis, Tulsa, OK 74105 . 918.743.8822 . [www.broco.com](http://www.broco.com)

REM-0017337

## **2010 Product Position**

### **Primary**

The Bushmaster ACR is the answer to the demand for a highly accurate, adaptable rifle. With the ability to switch calibers within minutes, law enforcement agencies nationwide have access to a revolutionary, fully-modular rifle they can depend on in the most extreme scenarios. One Rifle. Many Missions.

### **Secondary**

The ACR is even more adaptable than AR-platform rifles.

## **2010 Communication Objectives**

The ACR will adapt to any mission, eliminating the common limitations AR-platform rifles encounter. In less than two minutes, the calibers can be switched from 5.56mm to 6.8mm to 6.5mm without the use of tools. Only one rifle is required for an infinite set of extreme scenarios.

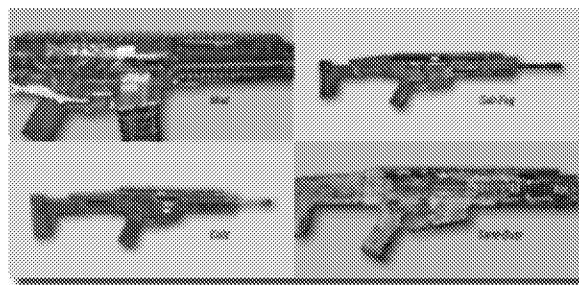
Law enforcement and commercial objectives will be aligned for both audiences, using the same overall tone/attitude.

## **Reasons to Buy**

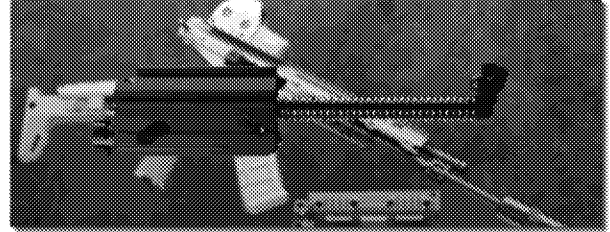
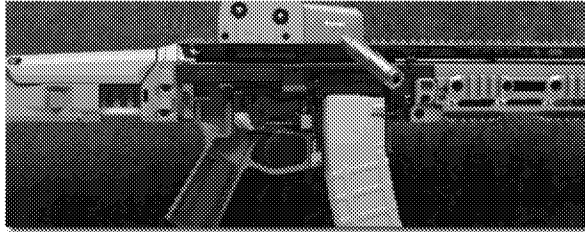
- 1 . Ultimate adaptability (Benefit)
- 2 . Multiple caliber/barrel configurations (Benefit)
- 3 . Tool-less modifications (Benefit)
- 4 . Free floating monolithic rail (Benefit)
- 5 . Multiple stock position options (Benefit)
- 6 . Ambidextrous features (Benefit)
- 7 . Adjustable, piston driven gas system (Benefit)

## **Potential Graphics/Video to Support RTB**

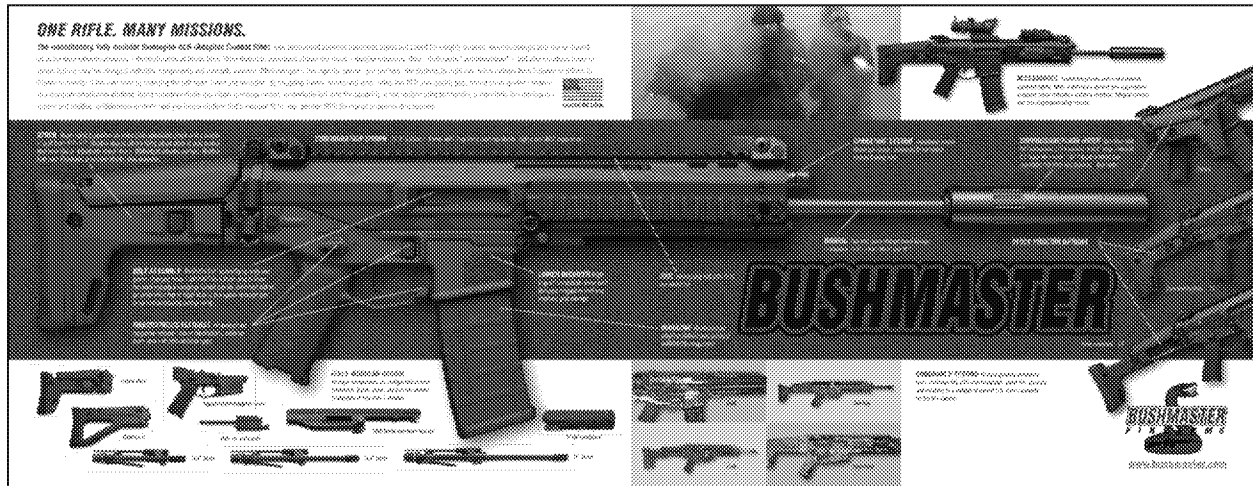
Adaptability and Performance = Consumer Value / Benefit Conclusion



Endurance Testing Graphic



Product Videos – 3D Benefit Demonstration



Bushmaster ACR Brochure/Poster

## Ingredient Technologies

Multiple caliber offerings

## Target Audience

Law Enforcement  
Commercial/Civilian  
Male/Female 18+

## Media Vehicles

Print  
Television  
:30 Product Spot  
Show Sponsorships  
Web  
Product Video  
Bushmaster.com homepage video intercept

- Web Banners
- Web Sponsorships
- Social Media
  - Facebook
  - Twitter
  - YouTube
- Teaser Campaign (Consumer)

**Channel Support**

- POS
- Sales Launch Kit
- Promotional Offers
- Product Packaging

**Cross-Sell Opportunities** (If applicable)

- Remington Ammunition

**Competitive Landscape** (AR-Platform Companies)

- Colt Arms
- Alexander Arms
- Armalite Arms
- Olympic Arms
- Stag Arms
- Wilson Combat

# **EXHIBIT II**

Message

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**From:** Eric West [ewest@broco.com]  
**Sent:** 11/25/2009 11:57:22 PM  
**To:** Smith, Ryan [/O=REMINGTON/OU=EXCHANGE ADMINISTRATIVE GROUP (FYDIBOHF23SPDLT)/CN=RECIPIENTS/CN=Smithrt]; Trull, John [/O=REMINGTON/OU=REMARMS1/cn=Recipients/cn=trulljc]  
**CC:** Faulcon, Pamela L. [/O=REMINGTON/OU=REMARMS1/cn=Recipients/cn=passpf]; Gifford, Roy [/O=REMINGTON/OU=EXCHANGE ADMINISTRATIVE GROUP (FYDIBOHF23SPDLT)/CN=RECIPIENTS/CN=Giffordro]; Hill, Marc [/O=REMINGTON/OU=EXCHANGE ADMINISTRATIVE GROUP (FYDIBOHF23SPDLT)/CN=RECIPIENTS/CN=Hillma]  
**Subject:** Bushmaster Catalog  
**Attachments:** Bushmaster Catalog 2010.pdf; ATT00001.txt

Attached is the updated Bushmaster Catalog for your review. Please have your comments back to Pam by noon on Monday. We must have files to the printer by 3pm, 11/30.

Thanks,  
EW



# **EXHIBIT JJ**

**[Redacted Pursuant to  
Protective Order]**

# **EXHIBIT KK**

Message

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**From:** Eric Barnes [eric@broco.com]  
**Sent:** 10/14/2009 12:41:08 AM  
**To:** Hill, Marc [/O=REMINGTON/OU=EXCHANGE ADMINISTRATIVE GROUP (FYDIBOHF23SPDLT)/CN=RECIPIENTS/CN=Hillma]  
**CC:** Gifford, Roy [/O=REMINGTON/OU=EXCHANGE ADMINISTRATIVE GROUP (FYDIBOHF23SPDLT)/CN=RECIPIENTS/CN=Giffordro]; Trull, John [/O=REMINGTON/OU=REMARMS1/cn=Recipients/cn=trulljc]; Smith, Ryan [/O=REMINGTON/OU=EXCHANGE ADMINISTRATIVE GROUP (FYDIBOHF23SPDLT)/CN=RECIPIENTS/CN=Smithrt]; Eric West [ewest@broco.com]  
**Subject:** Re: Bushmaster Maxim Ad

If Theresa doesn't have that info in hand, we'll call first thing in the morning to find out.

We're working on some 'man card' viral ideas that could be a great call to action. We can discuss tomorrow.

On Oct 13, 2009, at 5:34 PM, Hill, Marc wrote:

Eric

Has the book closed for December, I would like to have some sort of call to action for the ad

thanks

Message was spam and virus filtered by Vircom Modusgate appliance

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Eric Barnes | Sr. Vice President
Brothers & Co. | 4860 S. Lewis | Tulsa, OK 74105
P(918) 743-8822 F(918) 742.9628

EXHIBIT LL

Message

From: Russo, Alfred D. [/O=REMINGTON/OU=REMARMS1/CN=RECIPIENTS/CN=RUSSOAD]
Sent: 3/12/2009 3:59:52 PM
To: Kemp, Lisa [/O=REMINGTON/OU=REMARMS1/cn=Recipients/cn=kemplo]
CC: McMillian, Davida [/O=REMINGTON/OU=REMARMS1/cn=Recipients/cn=mcmilliadl]; Fink, John [/O=REMINGTON/OU=REMARMS1/cn=Recipients/cn=finkjr]; Lasley, Brian [/O=REMINGTON/OU=REMARMS1/cn=Recipients/cn=lasleybp]; Martinez, Carlos [/O=REMINGTON/OU=EXCHANGE ADMINISTRATIVE GROUP (FYDIBOHF23SPDLT)/CN=RECIPIENTS/CN=Martinezcm]; Looney, Tim [/O=REMINGTON/OU=EXCHANGE ADMINISTRATIVE GROUP (FYDIBOHF23SPDLT)/CN=RECIPIENTS/CN=Looneyt]; Hanes, Scott [/O=REMINGTON/OU=REMARMS1/cn=Recipients/cn=hanesjs]; Tanker, Tim [/O=REMINGTON/OU=REMARMS1/cn=Recipients/cn=tankertj]; Hill, Marc [/O=REMINGTON/OU=EXCHANGE ADMINISTRATIVE GROUP (FYDIBOHF23SPDLT)/CN=RECIPIENTS/CN=Hillma]
Subject: RE: NRA Show Estimate - Electronic Survey

Yes, work with the product guys to get the questions they want to ask. And get with Davida on the data base end.

Al Russo
336-548-8572 Voice
336-548-7772 Fax

From: Kemp, Lisa
Sent: Thursday, March 12, 2009 11:36 AM
To: Russo, Alfred D.
Subject: FW: NRA Show Estimate - Electronic Survey

Is this a go? Who should I work with concerning survey questions? Bruno?

Lisa O. Kemp
Remington Arms Co. Inc.
870 Remington Drive
PO Box 700
Madison, NC 27025
336/548-8820
336/548-7741 fax



From: Eric West [mailto:ewest@broco.com]
Sent: Wednesday, March 11, 2009 5:50 PM
To: Russo, Alfred D.; Kemp, Lisa
Cc: Eric Barnes
Subject: NRA Show Estimate - Electronic Survey

Al and Lisa,

Attached is the estimate for the NRA Show Electronic Survey for your review. We recommend building each survey brand-specific, so that the consumers attending the show will see a Remington survey at the Remington booth and a Marlin survey at the Marlin booth, etc. In addition, the prizes will be brand specific (Model 887 shotgun for Remington, etc.). Since it isn't cost efficient to offer a Bushmaster firearm, we suggest offering an Accessories Package that consists of an embroidered carrying case, cap, sweatshirt, and fleece jacket, which has a combined value of approximately \$200.00.

There are two worksheets within the attached Excel file. The first contains the questionnaire estimate, which includes building the survey platform, installing the software on three PC laptops, and compiling the data for export to the Remington database after the show.

The second worksheet outlines the cost for a post NRA Show brand specific e-blast to all registrants, which would thank the participants, announce the winners, and give a call to action (specific to the Spring promo for Remington and Marlin, product specific for Bushmaster).

Thanks,
EW




Remington Marlin   
THE PARKER GUN L. C. Smith **BUSHMASTER**

EXHIBIT MM

**[Redacted Pursuant to
Protective Order]**

EXHIBIT NN

**[Redacted Pursuant to
Protective Order]**

EXHIBIT OO

**[Redacted Pursuant to
Protective Order]**

EXHIBIT PP

**[Redacted Pursuant to
Protective Order]**

EXHIBIT QQ

**[Redacted Pursuant to
Protective Order]**

EXHIBIT RR

**[Redacted Pursuant to
Protective Order]**